

**CONSTITUTION AND BY-LAWS**  
**TYLER COUNTY FOREST LANDOWNERS ASSOCIATION**

ARTICLE I. NAME

This organization shall be known as the Tyler County Forest Landowners Association (TCFLOA).

ARTICLE II. PURPOSE

This is a not for profit organization, the purpose of which is to encourage and assist in the development of the full potential of forestry in Tyler County.

OBJECTIVES

1. To encourage all landowners in this county to have a forest management and soil conservation plan for their properties, and to uphold the principles of forest stewardship.
2. To educate landowners about good site preparation and planting practices and encourage the practice of good harvesting techniques.
3. To provide continuing education to members concerning forestry management practices.
4. To keep members informed of the Tyler County forest resources and aggressively promote activities to increase these resources.
5. To keep members informed of matters affecting their operations, such as market price for timber, taxes, and legislative actions.

ARTICLE III. MEMBERSHIP

Section 1. Membership shall be divided into two classes: Regular members and associate members.

Section 2. Regular members shall be non-industrial private landowners with timber, agriculture, or ownership interest in at least five (5) acres of land in Tyler County and shall be voting members of the Association.

Section 3. Associate members shall be any other individual who is interested in furthering the objectives of the Association and shall be non-voting members.

Section 4. Regular and associate members shall be adult persons, eighteen (18) years of age or older.

ARTICLE IV. OFFICERS AND DIRECTORS

Section 1. The officers of this Association shall be President, Vice-President, Secretary, and Treasurer.

Section 2. The Board of Directors shall consist of the President, Vice-President, Secretary, Treasurer, three (3) other regular members and the immediate Past President, if he/she is available. This Board of Directors shall serve as the Executive Committee of the Association.

Section 3. The term of office for officers and directors shall be two (2) years.  
The President shall not serve more than two (2) consecutive terms.

Section 4. The officers and directors shall be elected biennially.

Section 5. A vacancy on the Board of Directors shall be appointed by the remaining members of the Board of Directors to serve until the next biennially election.

Section 6. All officers and directors shall be regular members in good standing.

#### ARTICLE VI. AMENDMENTS

This Constitution may be amended at a regular or special meeting of the Association, with a quorum being established, by a vote of two thirds (2/3) majority of the members present, provided that the proposed amendment has been referred to and approved by the Board of Directors, and said proposed amendment has been announced at the previous regular or special meeting of the Association.

#### ARTICLE VII. QUORUM

A quorum shall be ten (10) percent of the regular members.

### **BY-LAWS**

#### ARTICLE I. ELECTIONS

Section 1. At the meeting preceding the biennial election, the presiding officer shall call for nominations for officers and directors. Nominations shall be put forward by the Nominating Committee, previously appointed by the President, and by members from the floor.

Section 2. At the biennial election meeting of the Association nominations for officers and directors shall be duly presented. Names shall be placed on a ballot for each position in alphabetical order. Candidates for officers and directors of the Association receiving a majority of the votes cast shall be declared elected to the respective positions.

#### ARTICLE II. DUTIES OF OFFICERS

Section 1. It shall be the duty of the President to preside at meetings of the Association and the Board of Directors; and to perform such other duties as ordinarily pertain to this office.

Section 2. It shall be the duty of the Vice-President to preside at meetings of the Association and the Board of Directors in the absence of the President, and to perform such other duties as directed by the President.

Section 3. It shall be the duty of the Secretary to keep records and attendance of all meetings of the Association and the Board of Directors; to send out notices of meetings of the Association and Board of Directors; to conduct correspondence at the direction of the President in the name of the Association; and to perform such other duties as ordinarily pertain to the office of Secretary. Upon vacating the office, the Secretary shall turn over all records and minutes of meetings; copies of correspondence; and other records of the Association in his/her possession to his/her successor, or to the President, in the absence of the incoming Secretary.

Section 4. It shall be the duty of the Treasurer to have custody of all funds of the Association, accounting for the same to the Association at its meetings and at other times at the request of the Board of Directors; to keep accurate records of these funds and expenditures; sign checks drawn on the Association's account; to maintain an accurate record of members of the Association including records of dues payments; and to perform such other duties as ordinarily pertain to the office of Treasurer. Upon vacating the office, the Treasurer shall turn over all records of the office of Treasurer, all membership records, all funds, books of account, and properties of the Association in his/her possession to his/her successor, or to the President in the absence of the incoming Treasurer.

### ARTICLE III. MEETINGS

Section 1. The biennial election meeting of the Association shall be the last regular meeting of the calendar year beginning in the year 2000.

Section 2. Regular meetings of the Association shall be held biannually at times prescribed by the Board of Directors.

Section 3. Meetings, dates and times may be changed or cancelled by the Board of Directors and due notices of such changes or cancellations shall be given to the members of the Association. Special meetings may be called as needed with proper notice given to all members.

Section 4. Regular meetings of the Board of Directors shall be held biannually and as called by the President.

Section 5. A majority of the Board of Directors shall constitute a quorum at Board of Director meetings.

### ARTICLE IV. DUES

Section 1. The Board of Directors shall set the annual dues of the membership from year to year as warranted by the needs and obligations of the Association.

Section 2. The fiscal year shall begin on January 1.

### ARTICLE V. COMMITTEES

Section 1. The President shall, subject to the approval of the Board of Directors, appoint the following standing committees as soon as practical after his/her assumption to office: Membership; Program/Activities; Education/Communication; Public Affairs.

Section 2. The President shall also appoint any other standing or special committees deemed necessary for the administration of the Association's affairs.

Section 3. The President shall be an ex-officio member of all committees and shall have all privileges of membership thereof.

Section 4. Each committee shall conduct such business as is delegated to it by these BY-LAWS and such additional duties as assigned by the President.

#### ARTICLE VI. DUTIES OF COMMITTEES

- Section 1. Membership Committee - It shall be the duty of this committee to determine the eligibility of those desiring membership in the Association if such eligibility comes into question. This committee shall make plans and adopt means of attracting capable and eligible persons to become members of the Association.
- Section 2. Program/Activities Committee - It shall be the duty of this committee to plan and arrange activities and programs for the regular and special meetings of the Association. This committee shall also be charged with increasing membership participation.
- Section 3. Education/Communication Committee - It shall be the duty of this committee to gather and make available information useful to the membership; to assist in preparing and disseminating information to the general public concerning forestry related issues; to serve as the publicity information arm of the Association; and to upgrade and present helpful information to new members. This committee shall also oversee the publication of the Association newsletter.
- Section 4. Public Affairs Committee - It shall be the duty of this committee to keep the membership informed on political and tax related issues relevant to the purpose and objectives of the Association; and to keep public officials informed of recommendations of the Association.

#### ARTICLE VII. RESOLUTIONS AND MOTIONS

- Section 1. No resolution or motion to commit the Association on any matter shall be considered by the Association until it has been considered and approved by the Board of Directors. If offered at an Association meeting, such resolutions and motions shall be referred to the Board of Directors.
- Section 2. Any appeal to the Association or members of the Association for charitable or other subscriptions shall be referred to the Board of Directors in accordance with Section 1 of this Article.

#### ARTICLE VIII. ORDER OF BUSINESS

- Section 1. Meetings of the Association and the Board of Directors shall follow Robert's Rules of Order, Revised, to wit:
- Meeting called to order*
  - Introduction of guests*
  - Program/Guest Speaker*
  - Reading of the minutes of the previous meeting and approval*
  - Treasurer's report*
  - Selected Committee Reports*
  - Correspondence and Announcements*
  - Unfinished business*
  - New business*
  - Adjournment*
- Section 2. In accordance with Robert's Rules of Order, Revised, the order of business may be suspended by agreement of the members present.

ARTICLE IX. POLITICAL AND CONTROVERSIAL MATTERS

The Association shall not, as an Association, give public support to any political candidate for office, nor shall it take a stand on any public controversial matter not pertaining to the purpose and objectives of the Association.

ARTICLE X. AMENDMENTS

These By-Laws may be amended at a regular or special meeting of the Association, with a quorum being established, by a vote of two thirds (2/3) majority of the members present, provided that the proposed amendment has been referred to and approved by the Board of Directors, and said proposed amendment has been announced either at the previous regular or special meeting of the Association or by written communication at least 10 days prior to the vote.

ARTICLE XI. TERMINATION

The Association may be terminated and will cease to exist upon the affirmative vote of two-thirds (2/3) of the Directors of the Association received in writing at a regular or special meeting of the Board of Directors. Such termination to become effective 60 days following the date of the meeting at which the vote for termination took place, unless later rescinded by a vote of two-thirds (2/3) of the Directors of the Association taken at a regular or special meeting of the Board of Directors prior to expiration of the 60-day period.

Upon termination of the Association, any funds or other assets of the Association shall be used to pay off any lawful debt of the Association, and any funds or other assets remaining after payment of debt shall be donated to one or more not-for-profit organizations supporting Forestry in the State of Texas, the selection of such organizations and amounts to be donated to each shall be determined by a majority vote of the Board of Directors. No funds or other assets of the Association shall inure to any member.

Second Revision, adopted in General Session of the Tyler County Forest Landowners Association, March 29, 2008..

*(Original Constitution and By-Laws adopted at the Organizational Meeting, April 27, 1991)  
( First revision adopted December 2, ,2000.)*