

**TEXAS PUBLIC POOL COUNCIL
BYLAWS**

ARTICLE I PURPOSE

SECTION 1

Texas Public Pool Council (hereafter referred to as the “TPPC”), is organized exclusively for the conduct of professional association (said goals and purposes as stated in the Charter), including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

SECTION 2

No part of the net earnings of the TPPC shall be to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the TPPC authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Charter thereof.

No substantial part of the activities of the TPPC shall be the carrying on of propaganda, or otherwise attempting to influence legislation. The TPPC shall not participate in or intervene in (including the publishing or distribution of statements) a political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the TPPC shall not carry on any other activities not permitted to be carried on (a) by an association exempt from federal income tax under 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an association, contributions to which are deductible under section 170 (C)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

SECTION 3

Sufficient funds shall be held in reserve each year as securing operating capital to begin the next fiscal year.

SECTION 4

If requested by a current member an audit of the financial records will be conducted at the end of the fiscal year.

ARTICLE II-MEMBERS

SECTION 1

Membership in this organization shall be available to professionals and concerned citizens interested in the planning, development, use and management of aquatic related facilities and programs and other aquatic resources for the benefit, use and pleasure of the participants in aquatic related activities.

SECTION 2

The annual dues for each member of the TPPC shall be determined by the Executive Board.

SECTION 3

Upon recommendation by one member, seconded by another member, and by a three-fourths vote of the members present at any scheduled meeting, honorary life membership may be conferred upon any person who has given notable services to the TPPC. An honorary member has none of the obligations of membership but is entitled to all the privileges except those of making motions, voting, and holding office.

ARTICLE III-TEXAS PUBLIC POOL COUNCIL EXECUTIVE BOARD

SECTION 1. POWERS

The Executive Board shall govern the affairs of the Texas Public Pool Council and shall determine its policies or changes therein within the limits of the bylaws. It may adopt such rules and regulations for the conduct of its business as shall be deemed advisable, and form committees to assist in the management of TPPC affairs. Any and all such actions shall be in conformity with the Charter and Bylaws of the TEXAS PUBLIC POOL COUNCIL.

SECTION 2 – EXECUTIVE BOARD

- A. The members of the Executive Board shall consist of one (1) president, one (1) president-elect, one (1) representative from each region and one (1) vendor representative. The immediate past president may serve in an honorary capacity to provide continuity, advice, and counsel, but shall have no voting authority.
- B. The Executive Board shall have general supervision of the affairs of the organization between its business meetings, fix the time and place of meetings, make recommendations to the organization, and perform other duties as specified in these bylaws. The Executive Board shall be subject to orders of the membership, and none of its acts shall conflict with action taken by the membership.
- C. Executive Board meetings may be held as scheduled annually. The president as necessary may call special meetings of the Executive Board.

SECTION 3. QUALIFICATIONS OF EXECUTIVE BOARD MEMBERS

- A. All board members shall be members in good standing of the TPPC.
- B. In order to qualify for President-Elect*, the individual shall have been a member of TPPC for at least four (4) full years and served on a committee for at least one (1) full year prior to nomination.

SECTION 4. ELECTION & APPOINTMENTS

- A. Elections shall be held at the Annual Conference.
- B. The TPPC membership body will vote in a new President-Elect every two years to then become President for two years.

C. Nominations will be submitted to the executive Director by change to January 15th prior to the Annual Conference. Any TPPC member in good standing can submit nominations for president-elect. Each region will submit their representatives for induction. Vendor members will submit their vendor representative for induction. The Executive Director will present a slate of nominations for president-elect* to the membership prior to the Annual meeting. A majority vote for president-elect* of the members present at the annual meeting shall constitute an election.

D. The Executive Director shall verify that all candidates are members in good standing, shall conduct the balloting and tabulating process, and shall notify the membership of the election & appointment results.

SECTION 5. TERM OF BOARD MEMBERS

A. Each Board member will serve for a term of two (2) consecutive years beginning at the annual business meeting. The term of the president-elect, region 2, 4, and 6 representatives will begin in even years. The term for region representative for region 1, 3, and 5 and the vendor representative will begin in odd years.

B. In the event that any Executive Board member is unable to fulfill their term the following procedures will be carried out.

1. President- The President Elect will be offered the opportunity to serve the remainder of the current term. If the President-Elect declines the Executive Board will meet to make a two-thirds vote on how to fill the remainder of the Presidential term.

2. President-Elect: The position will remain vacant until the next Annual Conference where the general body will elect a new President-Elect to serve the remainder of the term.

3. All other board members vacancies will be filled by approval of the Board. The new Board member will serve the remainder of the term.

C. No member shall hold more than one office at a time.

ARTICLE IV – EXECUTIVE DIRECTOR

SECTION 1. ELECTION

The Executive Director shall be elected by a majority vote of the membership.

SECTION 2. TERM

The Executive Director's term is continuous, but they may be removed for just cause by a 2/3 vote of the membership present. Performance evaluation to be conducted biannually by the Executive Board. The Executive Director must be bondable.

SECTION 3. COMPENSATION

The Executive Director will not receive compensation for fulfilling their regular duties. Compensation may be granted by the Executive Board for reimbursements of expenses incurred while conducting TPPC business.

SECTION 4. DUTIES

- A. Manage the Council and perform such duties and exercise such authority as delegated by the president and/or Executive Board.
- B. Negotiate and execute all contracts and agreements on behalf of the Council. The Executive Board must approve such contracts and agreements.
- C. Act on behalf of the Council on all matters of emergency not covered in the bylaws.
- D. Recommend regional and vendor representatives to the Executive Board.
- E. Recommend an administrative aide to assist with Council operations.
- F. Have prepared a detailed financial statement and audit for the Membership.
- G. Have charge, custody and be responsible for all funds and securities of the Council.
- H. Use discretion requiring any expenditure that may arise within the limits of the adopted line-item budget.
- I. Prepare an annual budget and make recommendations to the Finance Committee.
- J. Review and analyze all TPPC procedures and policies and recommend changes to the appropriate committee.
- K. Serve as an advisor on all TPPC matters to all interested parties.
- L. Coordinate the annual meeting and all Executive Board meetings.
- M. Evaluate the Councils investments and initiate contracts and actions as deemed necessary.

ARTICLE V- EXECUTIVE BOARD DUTIES

SECTION 1. PRESIDENT

- A. Serve as head of the Executive Board.
- B. Coordinate the work of the officers and committees.
- C. Preside at all meetings of the organization.
- D. Shall have the authority to call special meetings of the organization.
- E. Promote the growth and development of the TPPC.
- F. Serve as ex-officio for all committees.

SECTION 1. PRESIDENT-ELECT

- A. Act as Secretary at all meetings and determine a proxy for the Secretary if unable to attend a meeting.
- B. Prepare and send minutes within a timely manner to the membership.
- C. Serve on the Finance Committee
- D. Assist the President and other committee members where needed.
- E. Assist with Conference Planning and membership outreach.

SECTION 2. OTHER BOARD MEMBERS

- A. Act as aide to the President.
- B. Must chair a committee.
- C. Responsible for promotion of TPPC.

SECTION 3. BOND

All officers and representatives shall serve without bond.

SECTION 4.

No member of this organization may divert any part of its income or assets to any member, donor, officer, employee, individual, corporation or organization, by any means except in the official execution of Texas Public Pool Council business.

SECTION 5.

The Executive Board will meet in an official capacity three times a year in perso. Meetings will take place in January at the Annual Conference, and then again in April and October. Conference Planning Meetings will occur once a month February through December.

ARTICLE VI- REGIONS

SECTION 1.

The State of Texas shall be divided into six- (6) regions with a representative from each region serving on the Executive Board. The six- (6) regions will be designated as Region 1, Region 2, Region 3, Region 4, Region 5, and Region 6.

SECTION 2. REGION 1

Region 1 shall consist of the following counties: Andrews, Archer, Armstrong, Bailey, Baylor, Borden, Briscoe, Brown, Callahan, Carson, Castro, Childress, Clay, Cochran, Coleman, Collingsworth, Comanche, Cooke, Cottle, Crosby, Dallam, Dawson, Deaf Smith, Denton, Dickens, Donley, Eastland, Erath, Fisher, Floyd, Foard, Gaines, Garza, Gray, Hale, Hall, Hansford, Hardeman, Hartley, Haskell, Hemphill, Hockley, Hood, Howard, Hutchinson, Jack, Johnson, Jones, Kent, King, Knox, Lamb, Lipscomb, Lubbock, Lynn, Martin, Mitchell, Montague, Moore, Motley, Nolan, Ochiltree, Oldham, Palo Pinto, Parker, Parmer, Potter, Randall, Roberts, Runnels, Scurry, Shackelford, Sherman, Somervell, Stephens, Stonewall, Swisher, Tarrant, Taylor, Terry, Throckmorton, Wheeler, Wichita, Wilbarger, Wise, Yoakum, and Young.

SECTION 3. REGION 2

Region 2 shall consist of the following counties: Anderson, Bowie, Camp, Cass, Cherokee, Collin, Dallas, Delta, Ellis, Fannin, Franklin, Freestone, Grayson, Gregg, Harrison, Henderson, Hopkins, Hunt, Kaufman, Lamar, Marion, Morris, Navarro, Panola, Raines, Red River, Rockwall, Rusk, Smith, Titus, Upshur, Van Zant, and Wood.

SECTION 4. REGION 3

Region 3 shall consist of the following counties: Angelina, Brazos, Bosque, Burleson, Falls, Grimes, Hill, Houston, Jasper, Lee, Leon, Limestone, Madison, Mc Lennan, Milam, Montgomery, Nacogdoches, Newton, Polk, Robertson, Sabine, San Augustine, San Jacinto, Shelby, Trinity, Tyler, Walker, and Washington.

SECTION 5. REGION 4

Region 4 shall consist of the following counties: Austin, Brazoria, Chambers, Colorado, Fayette, Ft. Bend, Galveston, Hardin, Harris, Jackson, Jefferson, Lavaca, Liberty, Matagorda, Orange, Waller, and Wharton.

SECTION 6, REGION 5

Bandera, Bastrop, Bell, Bexar, Blanco, Burnet, Caldwell, Comal, Concho, Coryell, Gillespie, Guadalupe, Hamilton, Hays, Kendall, Kerr, Kimble, Lampasas, Llano, McCulloch, Mason, Menard, Mills, San Saba, Travis, and Williamson.

SECTION 7, REGION 6

Atascosa, Aransas, Bee, Brewster, Brooks, Calhoun, Cameron, Coke, Crane, Crockett, Culberson, De Witt, Dimitt, Duval, Ector, Edwards, El Paso, Frio, Glasscock, Gonzales, Goliad, Hidalgo, Hudspeth, Irion, Jeff Davis, Jim Wells, Jim Hogg, Karnes, Kennedy, Kinney, Kleberg, La Salle, Live Oak, Loving, McMullen, Maverick, Medina, Midland, Nueces, Pecos, Presidio, Reagan, Real, Reeves, Refugio, San Patricio, Schleicher, Starr, Sterling, Sutton, Terrell, Tom Green, Victoria, Upton, Uvalde, Val Verde, Ward, Webb, Willacy, Wilson, Winkler, Zapata, and Zavala.

ARTICLE VII-ANNUAL MEETING

SECTION 1.

- A. The regular meeting of the organization shall be held annually unless ordered or agreed upon by the membership or by the Executive Board. Other meetings will be held as required or as called by the President.
- B. The regular annual meeting shall be held during the TPPC Conference and shall be known as the annual business meeting and shall be for the purpose of electing new officers, planning the year's activities, receiving reports of officers and committees, and for any other business that may arise.
- C. The regular meeting held annually shall be for the purposes of presenting the slate of nominees for the upcoming year. Nominations may be made from the floor after the report of the Executive Director.
- D. Special meetings may be called by the president, the Executive Board or upon written request of 20% of the organization's members. The purpose of the meeting shall be stated in the call and shall be submitted in writing to the president. Every effort should be made to ensure that at least 30 (thirty) days' notice is given.
- E. Notice of all regular and special meetings of the TPPC and the Executive Board shall be emailed and published on the website by the President.
- F. Roberts Rule of Order Revised will conduct all regular meetings and Executive Board meetings.

SECTION 2. QUORUM

- A. Executive Board Meeting- A majority of the Board, in person or by proxy, shall constitute a quorum at duly called meetings, unless herein otherwise provided.

B. Membership Meeting- A majority of the Executive Board shall constitute a quorum.

SECTION 3. PROXY

A Board member who is unable to attend a scheduled meeting may exercise the power of a proxy to the President and/or Executive Director, in writing, prior to the Call to Order of the scheduled meeting, designating the name of his or her proxy. Such proxy holders shall be in good standing of the TPPC.

ARTICLE VIII- COMMITTEES

SECTION 1. STANDING AND SPECIAL COMMITTEES

The President shall appoint Committee Chairs. The appointment of Committee Chairs shall last for 1 (one) year. All Committee members shall be members in good standing of the TPPC.

A. Standing Committees:

Executive Board members shall be required to serve actively on at least one Standing Committee.

The TPPC shall recognize the following Standing Committees:

- 1) Conference Planning
- 2) Speakers
- 3) Vendors
- 4) Marketing/Media
- 5) Bylaws
- 6) Finance

B. Special Committees

Special Committees, boards, task forces shall be established and appointed by the President as needed, in consultation with the Executive Board, and shall consist of TPPC members.

SECTION 2.

A finance committee will be composed of the president, president-elect, and executive director. Members shall prepare the annual budget and submit it to the organization at the mid-year meeting for approval. The finance committee may amend the budget with the Executive Boards approval.

SECTION 3.

Other committees, standing or special, shall be appointed by the president as the membership or the Executive Board deems necessary to carry on the work and activities of the organization. The president shall be an ex officio member of all committees.

ARTICLE IX- FISCAL YEAR

SECTION 1.

The fiscal year of this organization shall begin May 1- April 30 of the following year.

SECTION 2.

If an audit is requested, an auditing committee consisting of not less than 3 members shall be appointed by the Executive Board at least thirty days before the last meeting of the fiscal year. The Audit committee must meet and audit the Council books prior to the annual business meeting and present it for approval to the Executive and the general membership. In lieu of appointing an auditing committee, the Executive Board may hire an accounting firm to provide such services.

ARTICLE X- AMENDMENT OF BYLAWS

The bylaws may be amended at any regular meeting of the organization by a two-thirds vote of the members present, providing that the amendment has been submitted in writing to the Executive Director 30 days prior to the meeting. The Executive Director will submit all proposed amendments to the bylaws committee for their recommendation to the Executive Board. The recommendation of the legislative committee and the Executive Board will be presented to the membership at the regular meeting for a vote.

ARTICLE XI- DISSOLUTION

Upon dissolution, all assets of the Texas Public Pool Council organization shall go to the Texas Amateur Athletic Federation.