

Bylaws of the
North Texas Renewable Energy Group
Local Chapter of the Texas Solar Energy Society Inc.
Drafted April 1, 2002
Revised November 2014

PREAMBLE:

These bylaws are the basis of organization and function of the North Texas Renewable Energy Group as drawn up by the forming committee.

ARTICLE I – NAME

The name of this organization shall be the North Texas Renewable Energy Group (“NTREG”). The geographical boundaries of this organization shall be Dallas/Fort Worth Metropolitan area and the surrounding counties.

ARTICLE II – PURPOSES

NTREG is the local chapter of the Texas Solar Energy Society (“TXSES”), a non-profit organization operated exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future Federal tax code. The purpose of NTREG is to further the development of renewable energy and related arts, sciences, and technologies with concern for the ecological, social, and economic fabric of our community and state. This shall be accomplished through an exchange of ideas and information by means of meetings, publications, public displays, and community outreach. NTREG shall serve to inform the public, institutional, and governmental bodies and seek to raise the level of awareness of its purpose.

ARTICLE III – MEMBERSHIP

Membership shall be open to any person who shares the purpose of NTREG as set forth under Article II. The primary means of communication for the group shall be through the NTREG eGroup. (<http://groups.yahoo.com/group/ntreg>). Members in good standing shall be those who have paid their membership dues in the current calendar year. Members who have not paid dues in the current calendar year will be considered Associate Members and do not have voting privileges.

ARTICLE IV – EXECUTIVE COMMITTEE (ExComm)

Section 1: The Executive Committee shall consist of a Chairperson, a Secretary, a Treasurer and **four (4)** At-Large members, known as the Membership Coordinator, Event Coordinator, and two (2) Program Coordinators (one elected in even years and one elected in odd years). The affairs and activities of NTREG shall be governed by a body of **seven (7)** members elected by NTREG members in good standing for a term of two years and shall be called the Executive Committee (ExComm). Half of the ExComm shall be elected each year. The Executive Committee shall be active members in good standing of North Texas Renewable Energy Group. **Three (3)** ExComm members must have membership in Texas Solar Energy Society and **one (1)** ExComm member must have membership in the American Solar Energy Society.

Section 2: The CHAIRPERSON shall preside over all general meetings of this organization; represent NTREG in dealing with outside agencies; be ex-officio member of all committees; communicate to NTREG such matters and such suggestions as may tend to promote the welfare of NTREG; and transact business on behalf of NTREG or of the NTREG ExComm, acting at the direction of the ExComm. He/she shall have the power to call special meetings of the ExComm.

Section 3: The SECRETARY shall attend all ExComm meetings and record all proceedings. Meeting Minutes shall be electronically disseminated to the ExComm following each meeting or significant vote. She/he shall perform such other duties as may be prescribed by the ExComm. In the event the Chairperson is unable to act, the Secretary shall perform the duties of the Chairperson until the Chairperson is able to act.

Section 4a: The TREASURER shall manage and administer the finances of NTREG. She/he shall receive and record all payments of dues, assessments, contributions and other income. The Treasurer shall have custody of NTREG funds and shall keep full and accurate accounts of receipts and disbursements. The Treasurer shall account for all items received and disbursements made of the funds assigned. In the event the Chairperson and Secretary are both unable to act, the Treasurer shall perform the duties of the Chairperson until the Chairperson and/or Secretary is able to act.

Section 4b: The Treasurer shall render to the Chairperson and the ExComm, at each ExComm meeting (or by e-mail prior to the meeting) and at other times when the ExComm so requires, an account of all his/her transactions as Treasurer and of the financial condition of NTREG.

Section 5: The MEMBERSHIP COORDINATOR shall maintain a list of NTREG members in good standing (i.e. current on their dues) in cooperation with the NTREG Treasurer and the Executive Director of TXSES. The Membership Coordinator is also responsible for sending renewal notices to current members via e-mail or phone and for keeping sign-in sheets (or delegating this task) for each NTREG meeting to facilitate soliciting new members. NTREG membership statistics will be reported at each ExComm meeting.

Section 6: The VOLUNTEER COORDINATOR shall recruit and organize volunteers from the general membership for each event at which the ExComm has agreed to have an official NTREG presence.

Section 7: The PROGRAM COORDINATORS (2 positions) shall arrange the programming for NTREG meetings consistent with the purpose of NTREG as set forth in Article II. NTREG meetings will be held on the 2nd Saturday of the month unless agreed to by a simple majority of the ExComm no later than the NTREG meeting immediately preceding the meeting in question. Program Coordinators are responsible for ensuring the availability of an appropriate meeting location and any necessary AV equipment. Program Coordinators are not to offer local speakers monetary compensation, but out-of-town speakers may be reimbursed for reasonable transportation expenses with the prior approval of the ExComm.

Section 8: A QUORUM for all meetings of the ExComm shall be no less than four (4) ExComm members. Members need not be present physically, but may participate in an ExComm meeting telephonically or electronically.

Section 9: The ExComm may at any time fill any vacancies in the elective offices on an *ad hoc* basis, with the person so named to hold office until the next general election (irrespective of whether that term is staggered for one or two years).

Section 10: The ExComm shall meet on an as needed basis, immediately before the general membership meetings whenever practicable. Reasonable notice of the time and place of such a meeting shall be given to members of the ExComm. Notice need not be given to non-ExComm members, but ExComm members may invite other NTREG members, or all NTREG members at each ExComm members' prerogative. If a general member specifically asks for information regarding the next meeting of the ExComm, that information must be provided to the NTREG member who has so inquired. The ExComm may also conduct urgent business electronically, including the tabulation of votes on motions or other business. All voting on motions (except for votes to amend or alter the Bylaws, *see* Article VII) shall be by simple majority vote.

Section 11: Roberts "Rules of Order" may be invoked for procedure in all meetings and in all matters not covered in the bylaws, at the discretion of the ExComm. Strict Rules of Order should be invoked only during contentious debate or other circumstances require formal rules to facilitate orderly discussion.

Section 12: If an ExComm member misses three (3) consecutive ExComm meetings, at the fourth meeting the seat may be considered abdicated and the quorum will be adjusted accordingly. At its discretion, the ExComm may elect to appoint another NTREG member in good standing to complete the term of the abdicated seat.

ARTICLE V – NOMINATIONS AND ELECTIONS

Section 1: Elections shall be held annually during the first quarter of the year at a time to be determined by the ExComm during the last quarter of each year.

Section 2: Biographical information for each candidate shall be emailed bearing the names of each nominee to the general membership. All Ballots must be cast during the meeting in the first quarter of the year chosen for elections by the ExComm, or prior to the meeting via email for those unable to cast a ballot in person at the meeting. Ballots may only be cast by members in good standing as of the date of the election.

Section 3: The nominees receiving the largest number of votes shall be deemed elected, subject to the conditions of Article V Section 1. Each member shall cast only one vote for each open position. In case of a tie vote, the Executive Committee shall resolve the tie with a simple majority vote.

Section 4: Elected ExComm members shall assume their responsibilities at the first ExComm meeting of the new year following their election to office.

ARTICLE VI – COMMITTEES

Section 1: The ExComm shall establish and dissolve standing and special committees for such objectives as it may set from time-to-time as deemed necessary by ExComm. The ExComm may add, remove, or replace members of any committee at any time. Special Committees members may be ExComm members, general NTREG members in good standing, NTREG Associate Members, or any individual chosen by the ExComm to serve on a committee.

ARTICLE VII – AMENDMENTS

These Bylaws may be altered, amended or repealed, or new Bylaws may be adopted at any annual or regular meeting by members in good standing of NTREG, provided that notice of the proposed alteration, amendment, repeal or adoption be contained in the notice of such meeting; and provided further, that the foregoing notice requirement will not prevent the Executive Committee from adopting the proposed amendment, effecting the proposed repeal or adopting the proposed new bylaws, as the case may be, in a modified form which is not identical to that described or set forth in the notice of such meeting.

ARTICLE VIII – AFFILIATION

Section 1: This organization shall be affiliated as a Chapter of the Texas Solar Energy Society and shall maintain the requirements for such affiliation as prescribed by the Texas Solar Energy Society Board of Directors.