

BYLAWS OF TEXAS NORML/Austin NORML (NATIONAL ORGANIZATION FOR THE REFORM OF MARIJUANA LAWS)

ARTICLE I. NAME AND STATUS

Section 1.01. The name of this organization shall be Texas NORML. It shall be a non-profit corporation organized under the laws of the state of Texas.

Section 1.02. Texas NORML officially recognizes that the National Organization for the Reform of Marijuana Laws (NORML) is the national organization with the same goals as Texas NORML.

Section 1.03. This organization shall be affiliated with the National Organization for the Reform of Marijuana Laws (NORML) in accordance with the guidelines enumerated in the NORML Activist Program and Affiliate Guidelines.

Section 1.04. This affiliate shall be commonly known as Texas NORML, hereafter referred to in these Bylaws as "the Chapter".

Section 1.05. These Bylaws were approved by the Texas NORML Board of Directors on **January 24th, 2019**. These bylaws were last amended on **January 10th, 2018**.

ARTICLE II. PURPOSE

Section 2.01. **Purpose and Activities.** This organization shall, at no profit, promote a better understanding of:

1a. The current status of laws concerning cannabis (marijuana) in the state of Texas and in the United States.

1b. The medical, legal, environmental, economic, and civil libertarian arguments for more reasonable treatment of cannabis in the laws of Texas and the United States.

1c. The policy options for cannabis regulation as delineated in the NORML Official Policy Statement.

ARTICLE III. PRINCIPAL OFFICE

Section 3.01. **Principal Office.** The principal office of the Chapter in the State of Texas shall be located in the City of Austin, county of Travis.

Section 3.02. **Registered Office and Registered Agent.** The Chapter shall have and continuously maintain in the State of Texas a registered office, and a registered agent whose office is identical with such registered office, as required by the Texas Non-profit Corporation Act. The registered office may be, but not need be, identical with the principal office of the Chapter in the State of Texas, and the address of the registered office may be changed from time to time by the Board of Directors.

Section 3.03. **Current Registered Office and Registered Agent.** The current registered office shall be _____ **812 San Antonio St #403, Austin, TX 78701** _____, and the registered agent shall be designated as such at the first meeting of the Board of Directors after these Bylaws are approved and his

or her name printed in this space: _____**Jamie Spencer**_____. Either the registered office or the registered agent may be changed by a simple majority of the voting members of the Board of Directors. Such change will be recorded in the Bylaws, but shall not be considered an amendment to these Bylaws.

ARTICLE IV. MEMBERSHIP

Section 4.01. **Members.** The membership of Texas NORML shall be persons who have paid for the current calendar year the membership fee established by the Board of Directors or has completed volunteer work approved by the Board of Directors for their current calendar year membership. (see policy 006) Any person who has not paid the membership fee for the current calendar year, or has not completed the current calendar year volunteer work approved by the Board of Directors shall cease to be a member of Texas NORML, regardless of whether or not he or she has paid membership fees or volunteered in prior years.

Section 4.02. **Purpose.** The purpose of membership is to further the aims and goals of Texas NORML.

Section 4.03. **Membership.** The Texas NORML Board of Directors has the authority to approve members or remove members for any cause which the majority deems appropriate.

ARTICLE V. BOARD OF DIRECTORS

Section 5.01 **Authority.** The property, affairs, business, and activities of Texas NORML shall be managed by the Board of Directors, which is responsible for the overall policy, control, and administration of the Chapter.

Section 5.02. **Number.** The Directors of the chapter shall be the Executive Director, Secretary, Treasurer and such other Directors as the Board may establish. The minimum total number of Directors will be five. Persons elected by the Board to Director positions will serve a six (6) month nonvoting probationary period after which the Board will vote to affirm the person in the position with full voting rights. If the person is not affirmed by a majority of the Board a new person will be selected for the position.

Section 5.03. **Directors.**

3a. **Executive Director.** The Executive Director acts as primary spokesperson for the organization. The Executive Director presides at all meetings. The Executive Director promotes an effective liaison with other organizations, politicians, the media, the public, and the national office of NORML. The Executive Director shall have general supervision over the business and activities of the Chapter and over the Directors and Officers who shall report to him or her, subject however, to the control of the Board of Directors to whom he or she is responsible for the affairs of the Chapter.

3b. **Secretary.** Takes minutes of meetings and publishes the minutes after each meeting. Publishes the agenda for each meeting. Maintains and updates the current terms of the Directors and Officers.

3c. **Treasurer.** Maintains accurate financial records including accounting, banking, budget tracking, and disbursement of funds. Accounting should include expense and income reports by category on a monthly, quarterly, and yearly basis as needed. Maintain tax records. All funds are

to be deposited and handled through a checking account at a reputable financial institution under the name of the Chapter and maintained by the Treasurer.

3d. **Directors.** Responsible for the operations and events of Texas NORML as directed by the Executive Director and Board of Directors.

Section 5.04. **Election and Term of Office.** The Directors shall be elected by the members of the Board of the Chapter. The term of the office of each Director shall be three (3) years. There shall be no term limits.

Section 5.05. **Vacancies.** A vacancy existing by reason of the resignation, death, incapacity, or removal of a Director before the expiration of his or her term shall be filled by designation of the Board of Directors.

Section 5.06. **Resignation.** A Director may resign at any time by giving written notice of resignation to the Executive Director or Secretary. Any resignation shall take effect at the time received, unless another time is specified in such notice.

Section 5.07. **Compensation.** The Board of Directors may by resolution provide for compensation of Directors at a per diem rate, for services as such, including any activities related to conducting the business and activities of the chapter.

Section 5.08. **Removal for Failure to Attend.** If a Board member fails to attend three (3) consecutive Board meetings, the Board may by majority vote of the voting members remove him or her and declare the seat vacant.

Section 5.09. **Removal Generally.** At a duly called and constituted meeting of the Texas NORML Board of Directors a majority of those Directors present can remove any member of the Board of Directors for any cause which the majority deems appropriate.

ARTICLE VI. MEETINGS OF THE BOARD OF DIRECTORS

Section 6.01. **Place of Meetings.** The Board of Directors may hold its meetings at such places as the Board shall from time to time determine. Location must be teleconference capable.

Section 6.02. **Frequency.** The Board of Directors shall meet once each month to conduct the business of the Chapter.

Section 6.03. **Special Meetings.** Special meetings of the Board of Directors shall be held whenever called by the Executive Director or by a majority of the Directors. A special meeting is a separate meeting held at a time different from the regular meetings.

Section 6.04. **Notice of Meeting.** Notice of each meeting of the Board of Directors shall be given on or before the fourteenth (14) day before the meeting in person, by letter, or by electronic communication to each Director, except that notice of a Special Meeting may be given in the same manner on or before the seventh (7) day before the meeting.

Section 6.05. **Meeting Notice/Bylaw Amendment Notice.** All notices of meetings must include a proposed agenda indicating any proposed Bylaw changes and reports. No amendments may be made to the

Bylaws unless proposed in writing at the previous Board meeting or provided in writing to members of the Board at least fourteen (14) days before the meeting at which the vote on the amendment is to be taken.

Section 6.06. **Quorum.** At any meeting, the presence of a majority of the voting members of the Board, disregarding any unfilled vacancies which may then exist, shall constitute a quorum for the transaction of business.

Section 6.07. **Voting.** The acts of a simple majority of the Directors holding office at the time, and present at or otherwise participating in a meeting at which a quorum is present, shall be the acts of the Board of Directors.

Section 6.08 **Electronic Ballot** - In special situations, the board may choose to use an electronic ballot that must provide date, time stamp and name when the vote is logged.

Section 6.09 **Tele-Conference** - If a Director is unable to be physically present but would like to participate in the meeting, they may do so by teleconferencing in to the meeting. Tele-conference is defined as any means of communication by which all directors participating may simultaneously hear each other during the meeting. Teleconferencers will count towards quorum. A Director must attend at least one meeting in person each quarter.

ARTICLE VII. OFFICERS

Section 7.01. **Officer Positions.** The Board of Directors may appoint Officers to the Board to fill such positions as the Board may establish.

Section 7.02. **Voting.** Officer positions will be nonvoting members of the Board. Officers function in an advisory capacity at the Board meetings.

Section 7.03. **Election and Term of Office.** The Officers will be elected by the members of the Board of the Chapter. The term of each Officer shall be two (2) years.

Section 7.04. **Removal.** At a duly called and constituted meeting of the Texas NORML Board of Directors a majority of those Directors present can remove any Officer for any cause which the majority deems appropriate.

ARTICLE VIII. AMENDMENT OF BYLAWS

Section 8.01. **Amendments.** The Bylaws may be amended by the Board of Directors of the Chapter at a duly called meeting or by action in writing, by a simple majority of those present and voting, subject to the requirements of Article VI, Section 6.

Section 8.02. **Effective Date.** Amendments take effect at the time of the vote to amend the Bylaws.

Section 8.03. **Updated Bylaws.** The Secretary shall make the approved amendments and publish an updated copy of the Bylaws with the following notation: "These Bylaws were last amended on _____ (date and year)."

ARTICLE IX. PARLIAMENTARY AUTHORITY

Section 9.01. National NORML Bylaws and "Roberts Rules of Order", newly revised, by Sarah Corbin Roberts, shall be used in all cases not covered by these Bylaws.

Section 9.02. "Roberts Rules of Order" shall be used to conduct all Board of Director meetings.