

BYLAWS OF THE PRITME TIMERS – HOUSTON

ARTICLE I NAME AND PURPOSE

Section 1. NAME: This non-profit organization shall be called PRIME TIMERS – HOUSTON, hereinafter referred to as “PT-Houston”. PRIME TIMERS-HOUSTON shall be an affiliate of PRIME TIMERS-WORLDWIDE.

Section 2 PURPOSE: PT-Houston is a social organization whose purposes are:

- (1). Provide a supportive atmosphere to mature gay and bi-sexual men and admirers of such persons.
- (2). Promote social interaction in recreational, cultural and educational activities, and social welfare among older gay men and their admirers in a supportive atmosphere.
- (3). To support humanitarian, social, recreational and non-political, non-sectarian and not-for profit organizations.

NOTE: PRIME TIMERS-HOUSTON SHALL NOT ENGAGE OPENLY IN POLITICAL OR SECTERIAN ACTIVITIES.

ARTICLE II MEMBERSHIP DUES AND FEES

Section 1 QUALIFICATIONS: Membership shall be open to all male persons over the age of twenty-one (21). The candidate may become a member after their application is approved by the MEMBERSHIP COMMITTEE and BOARD OF DIRECTORS

PT-HOUSTON shall not discriminate against any member, or potential member, because of age, race, religion, sexual orientation, creed, color or national origin.

Section 2. DURATION OF MEMBERSHIP: Membership shall be valid for one year from the date the membership application is approved and dues are paid for one year. Membership shall be renewable annually upon the anniversary of their acceptance. Annual dues are payable on the anniversary date of their membership acceptance.

Section 3. APPLICATION FOR MEMBERSHIP: Membership candidates shall submit their application to the MEMBERSHIP COMMITTEE. This application will be processed by the MEMBERSHIP COMMITTEE. ALL INFORMATION GATHERED from the applicant SHALL BE KEPT CONFIDENTIAL! An approved application will be submitted to the BOARD for approval. After BOARD approval the new member’s name will be added to the MEMBERSHIP ROSTER.

Section 4 DUES: MEMBERSHIP DUES will be determined annually by the BOARD. These dues collected shall be used at the discretion of the Board.

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DUES will be payable on the date of membership approval. Membership shall be valid for one year. Membership will be due for renewal on January first of each year. Any new person that is accepted for membership in any other month of the year will have that membership prorated until December 31 of the year they join, i.e., the dues will be divided by the number of months remaining in the year. Notification of the annual DUES DUE DATE will be made. If no payment has been received within one month after the notice the member will be dropped from the MEMBERSHIP ROSTER.

Section 5. EXPULSION OF A MEMBER. A member may be expelled by a special resolution of the BOARD subject to review by the members at any GENERAL MEETING of the membership.

A complaint will be filed with the MEMBERSHIP COMMITTEE. The BOARD may examine, at its discretion, the member's conduct to determine his adherence to the purpose, principles and governing rules as set out by these BYLAWS and the PT-HOUSTON PROCEDURES AND RULES as written. The BOARD may expel that member if, in the best judgment of the BOARD, that member's conduct does not conform to the purposes, principles and governing rules of PT-HOUSTON.

A notice of expulsion will be provided to the member in question accompanied by a brief statement which explains the reason or reasons for the proposed expulsion.

The member or a designated representative of the member, who is the subject of the proposed expulsion will be given an opportunity to be heard at the BOARD meeting before the expulsion is put to a vote. A prorated refund for the remaining months of the year's dues will be made after expulsion.

Section 6 MEMBERSHIP ROSTER. PT-HOUSTON MEMBERS will be provided a copy of the BYLAWS. On request of the new member, they will be provided an up-to-date ROSTER, showing interests of members, and a listing of other PRIME TIMER chapters and contacts. Information in the ROSTER will be kept current by updating, on a periodic basis as necessary. Maintenance of the ROSTER is the responsibility of the MEMBERSHIP COMMITTEE.

Information about MEMBERS will be STRICTLY CONFIDENTIAL. Under no circumstances may the Roster, or any other list of members be given or sold to other individuals or organizations. Member's privacy will be protected. By joining PT-HOUSTON, MEMBERS agree to this confidentiality provision.

Section 7. VOTING RIGHTS. Each REGULAR MEMBER shall have one vote and validated by "paid up dues" for the particular year.

Section 8. ADDITIONAL FEES. Additional fees may be requested and collected from those MEMBERS who desire to participate in function, such as luncheons, entertainment and other group activities. Participation will be solely by personal choice and expense.

ARTICLE III MEETINGS

Section 1. REGULAR MEETINGS. Meetings of the GENERAL MEMBERSHIP will be held once each quarter. The PRESIDENT and BOARD shall determine the time, date and place.

Section 2. SPECIAL MEETINGS. SPECIAL meetings may be called at any time by the PRESIDENT or the BOARD OF DIRECTORS.

Section 3. ANNUAL ANNIVERSARY MEETING. To celebrate the May 19, 1990 formation of PT-Houston, an anniversary meeting of the GENERAL MEMBERSHIP will be held during the month of May. Planning and execution of this meeting will be the responsibility of the outgoing BOARD. The newly elected BOARD and OFFICERS will be installed at this meeting. Newly elected BOARD MEMBERS should attend two regular BOARD MEETINGS prior to their installation for the coming year. This will provide continuity and prepare them for their new duties.

Section 4. QUORUMS. A quorum of at least twenty percent (20%) of the total membership of PT-HOUSTON must be present at any REGULAR or SPECIAL MEETING in order to transact PT-HOUSTON business. A quorum of at least sixty-percent (60%) of the voting BOARD OF DIRECTORS must be present at any BOARD MEETING in order to transact PT-HOUSTON business. (This means five (5) members of the voting BOARD must be present).

ARTICLE IV BOARD OF DIRECTORS AND OFFICERS

Section 1. BOARD OF DIRECTORS: The operations of PT-HOUSTON will be directed by a BOARD OF DIRECTORS consisting of eight (8) voting members elected by and from the general membership. The OFFICERS will serve on the BOARD OF DIRECTORS and there will be two (2) AT-LARGE BOARD MEMBERS, for a total of eight (8).

Also the retiring PRESIDENT will serve as an ex-officio non-voting member of the BOARD for the first two meetings of the newly elected BOARD. He will then act as a consultant when requested by the BOARD. This action will provide continuity of the activities of the organization.

Section 2. DUTIES OF THE BOARD OF DIRECTORS: The BOARD OF DIRECTORS shall have general management over the affairs, funds, records and activities of PT-HOUSTON and shall take all measures necessary in the management not within the jurisdiction of the general membership and not inconsistent with good business practice or with these BY-LAWS.

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OFFICERS will be BOARD MEMMBERS with the offices of PRESIDENT, VICE PRESIDENT, SECRETARY, TREASURER, WEB SITE MANAGER/NEWSLETTER EDITOR AND MEMBERSHIP CHAIRMAN. Included in this management responsibility are the following:

- A. Set the date, time and place of REGULAR MEETINGS and of any SPECIAL MEETINGS deemed necessary.
- B. Accept or disapprove new members recommended by the MEMBERSHIP COMMITTEE.
- C. Propose changes in the rate of annual dues to the membership.
- D. Set the charges for special events sponsored by PT-HOUSTON.
- E. Fill vacancies on the BOARD OF DIRECTORS caused by resignation, ineligibility or permanent absence of a Director. The newly appointed Director shall serve the remainder of the replaced DIRECTOR'S term.
- F. Approve reimbursement payment of any monthly expenses exceeding fifty dollars (\$50.00) and others not consistent with normal operations.
- G. Oversee collection of annual dues and other receipts and the disbursements of funds.
- H. Oversee the various communications of PT-Houston, e.g., the NEWSLETTER, MAILOUTS, WEB SITE, MEETING MINUTES, etc. Review and act on any disciplinary action recommended by the MEMBERSHIP COMMITTEE against any member.

Section 3. ELECTION OF OFFICERS AND DIRECTORS AND DURATION OF TERMS OF OFFICE.

The fiscal year for PT-HOUSTON begins on May 1, of each calendar year. The organizing anniversary date for PT-HOUSTON is April 1. For this reason, the yearly election of OFFICERS and DIRECTORS will be conducted in the first quarter of any calendar year, with the newly elected BOARD taking office AFTER the annual anniversary party. The outgoing BOARD OF DIRECTORS shall have the responsibility to organize, execute and host the anniversary party and introduce the newly elected BOARD and OFFICERS at that function.

OFFICERS/DIRECTORS will be elected from the ranks of the GENERAL MEMBERSHIP of PT-HOUSTON by a majority vote of the REGULAR MEMBERS voting at the first quarterly meeting of the calendar year. Voting proxies will be sent to all eligible MEMBERS. Returned proxies will require the signature of the voting member. The MEMBERSHIP CHAIRMAN will oversee, count and validate all votes and proxies.

- A. At least thirty (30) days prior to the GENERAL MEMBERSHIP meeting for election of a new BOARD, the PRESIDENT will appoint a NOMINATING COMMITTEE of not less than three (3) nor more than ten (10) MEMBERS to recommend a slate of candidates for election. At least ten (10) days prior to the meeting for election, the SECRETARY will issue a notice and send proxies to MEMBERS advising of the date, time and place of the election and names of the slate of candidates proposed by the NOMINATING COMMITTEE.
- B. Additional nominations may be made from the floor PROVIDED the Chairman of the NOMINATING COMMITTEE receives, IN WRITING, the name of the proposed candidate and confirmation of their

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willingness to serve, if elected. This notification should be in the hands of the NOMINATING COMMITTEE CHAIRMAN fifteen (15) days before the election date notification.

OFFICERS and DIRECTORS will serve for a term of one year from May 1 until April 30 of the following year. The retiring PRESIDENT shall serve as a non-voting ex-officio BOARD MEMBER for the first two meetings of the new BOARD.

C. A candidate for the BOARD OF DIRECTORS must be a MEMBER of PT-FHOUSTON in good standing. A DIRECTOR may be re-elected for six (6) consecutive one-year terms in the same director position. After six (6) consecutive one-year terms the member becomes ineligible for re-election in that same position. After a waiting period of one year, the member will again become eligible for election to the same board position.

D. The BOARD OF DIRECTORS shall meet monthly and assist the VICE-PRESIDENT in preparing the monthly EVENT CALENDAR for the upcoming month.

E. Failure to attend two consecutive meetings of the BOARD, without notifying the PRESIDENT with a valid excuse, will be interpreted as a resignation. The BOARD will then elect a replacement BOARD MEMBER to serve the unexpired term of the absentee. This same process will be followed when a BOARD member resigns.

Section 4. OFFICERS: The officers and their respective duties are:

A. PRESIDENT: The PRESIDENT presides over all REGULAR AND SPECIAL BOARD meetings of PT-HOUSTON. The PRESIDENT may call SPECIAL MEETINGS of the membership. The PRESIDENT appoints all COMMITTEE CHAIRMAN with the exception of the MEMBERSHIP COMMITTEE CHAIRMAN, who is elected. He calls meetings of the BOARD. Two withdrawal signatures are required for the PT-HOUSTON bank account. The PRESIDENT'S signature may be one of those signatures, therefore his signature must be on file at the bank. The PRESIDENT only votes to break a tie.

B. VICE PRESIDENT. The VICE PRESIDENT will, in the absence of the PRESIDENT, succeed to all powers and duties of the PRESIDENT. The VICE-PRESIDENT will be CHAIRMAN of the ACTIVITIES/PROGRAM COMMITTEE. He will be responsible for maintaining/updating the information on the PT-HOUSTON INFO LINE. The two AT-LARGE BOARD MEMBERS will serve on the ACTIVITIES/PROGRAM COMMITTEE with the VICE-PRESIDENT as CHAIRMAN. His signature must be on file at the bank.

C. SECRETARY: The SECRETARY keeps an accurate record of the minutes of the REGULAR and SPECIAL meetings of the BOARD OF DIRECTORS and of the GENERAL MEMBERSHIP meetings. He performs general communications for PT-HOUSTON. His signature must be on file at the bank.

D. TREASURER: The TREASURER serves as custodian for money collected from dues and other sources. He functions as the administrator of the bank account. He pays all PT-HOUSTON bills and other disbursements authorized by his office or the BOARD. He will present a financial report at every BOARD

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MEETING. At the end of each fiscal year he will present records to the AUDIT COMMITTEE for review. The TREASURER is required to obtain a receipt for all disbursements from the PT-HOUSTON bank account. His signature must be on file at the bank.

Because checks arrive at the PT-HOUSTON mail box, the TREASURER will be responsible for picking up the mail at that post office box, or he may designate another member to perform this task.

E. CHAIRMAN OF THE MEMBERSHIP COMMITTEE: The CHAIRMAN of the MEMBERSHIP COMMITTEE will chair a committee of three REGULAR MEMBERS, appointed by the PRESIDENT. This COMMITTEE will seek new members and process their applications. His committee will serve as "GREETERS" at any PT-HOUSTON function. They will meet to hear any grievances from MEMBERS and pass their recommendations for actions to the PRESIDENT. The MEMBERSHIP COMMITTEE maintains the MEMBERSHIP ROSTER and assures the anonymity request of any applicant. The MEMBERSHIP COMMITTEE shall notify the MEMBERS when dues are pending and/or are delinquent.

F. AT-LARGE BOARD MEMBERS: The two AT-LARGE BOARD MEMBERS will serve with the VICE PRESIDENT and assist in planning programs, keeping the PT INFO LINE updated and other duties as assigned by the VICE PRESIDENT.

G. WEB SITE/NEWSLETTER EDITOR: The WEB SITE/NEWSLETTER EDITOR maintains the web site and updates the site monthly as approved by the BOARD. Prepares and distributes the Newsletter monthly.

Section 5. COMMITTEES: There will be two "STANDING COMMITTEES", which means they will function all year round. They are the ACTIVITIES COMMITTEE with the VICE PRESIDENT as CHAIRMAN, and the MEMBERSHIP COMMITTEE with the elected CHAIRMAN. The MEMBERSHIP COMMITTEE will maintain and update the MEMBERSHIP ROSTER. AD HOC COMMITTEES and their chairmen will be assigned by the PRESIDENT to fulfill a specific task. Their duration will last until the completion of their assigned task and/or at the discretion of the PRESIDENT.

Section 6. COMPENSATION OF OFFICERS AND THE BOARD OF DIRECTORS: No OFFICER or BOARD MEMBER shall receive any monetary compensation for services to PT-HOUSTON.

Section 7. REIMBURSEMENT OF EXPENSES: Any expenses exceeding fifty dollars (\$50.00) will require approval from the BOARD. OFFICERS and BOARD MEMBERS will be reimbursed for normal expenses incurred in the execution of their duties. The TREASURER has authority to reimburse such expenses within the fifty-dollar limit imposed above. Payment will be made upon request with submission of receipts explaining the expenditure. All travel expenses, or any expenses deemed unusual by the TREASURER will be referred to the BOARD for approval.

Section 8. REMOVAL OF A DIRECTOR: Any OFFICER and/or DIRECTOR may be removed from office by an affirmative vote of a two-thirds (2/3) majority of a quorum of the PT-HOUSTON GENERAL MEMBERSHIP.

ARTICLE V. PARLIMENTARY RULES

Robert's Rules of Order (revised) shall control at REGULAR, SPECIAL meetings unless suspended by the PRESIDENT or presiding officer with the approval of a majority of a quorum of the members present.

ARTICLE VI. AUDITS

The PRESIDENT will appoint an AUDIT COMMITTEE of three (3) members to audit the financial records of PT-HOUSTON. The audit will be conducted annually during the month of January. The AUDIT COMMITTEE will report their findings to the GENERAL MEMBERSHIP at the meeting held in the first quarter of a calendar year.

ARTICLE VII. AMENDMENT TO THE BYLAWS

These BY LAWS of PT-HOUSTON may only be changed or amended by an affirmative two-thirds majority vote of a quorum of the GENERAL MEMBERSHIP at a REGULAR or SPECIAL MEETING provided, written notice of the proposed changes or amendments shall have been mailed to the active MEMBERS at least ten (10) days prior to the meeting.

END

We, the undersigned, certify that the above BYLAWS and CONSTITUTION were revised and approved by the MEMBERS of PRIME TIMERS-HOUSTON at a meeting held on December 17, 2007, in Houston, Harris County, Texas.

_____ President

Date _____

_____ Secretary

Date _____

