

# TEXAS ANIMAL CONTROL ASSOCIATION

## BY-LAWS

### ARTICLE I. NAME AND OFFICERS

The name of the corporation shall be known as the Texas Animal Control Association and also known as TACA.

### ARTICLE II. OBJECTIVES AND PURPOSES

Section A. Educate and train Animal Control and Humane agency personnel.

Section B. Education of the public in the responsibilities of animal control.

Section C. Provide expertise and guidance on animal control programs to officials at city, county, and state levels and to the general public.

Section D. Support and assist the State of Texas in the development of standards and procedures for animal control personnel as covered under Chapter 829 of the Texas Health and Safety Code.

Section E. Provide liaison with other professional organizations and groups having related interests.

### ARTICLE III. MEMBERSHIP

Section A. Class of Membership

1. Active (voting) – Open to all employed Animal Control or Animal Welfare personnel whose primary duties are directly related to Animal Control and retired personnel whose primary duties were directly related to Animal Control and wishes to stay an active member with TACA.
2. Associate (no voting rights) – Open to Public Health and Veterinary Health personnel, Government officials, Veterinarians and others interested in Animal Control. If the Associate Member becomes employed in the Animal Control or Animal Welfare Field they can change their membership to Active by sending a written request to the President of TACA
3. Supportive (no voting rights) – Open to Veterinarian Medical organizations, supply companies, pet food companies, municipalities and other organizations interested in Animal Control.
4. Corporate Sponsor (no voting rights) – Open to business and corporations.
5. Honorary Membership (voting rights) - may be conferred upon any person or persons rendering outstanding service to the field of animal control by two-thirds of the TACA Board.

Section B. Payment of Dues

1. The TACA Board may determine, from time to time, the amount of annual dues payable to the Association by members of each class.
2. Dues shall be paid on a year-to-date basis.
3. Members whose dues are not paid within sixty (60) days, shall receive a final notice stating that the account and/ or dues are delinquent. Nonpayment of dues shall result in the members being dropped from the roll.
4. No member shall be permitted to exercise any rights or privileges of membership while his/her dues are delinquent.
5. All memberships are entitled to the TACA Newsletter and full access to the TACA website.

Section C. Termination of Membership

1. Any member of TACA may be expelled for personal conduct which would bring discredit upon the Association.
2. The Board shall investigate any member accused of such action. All accused will be entitled to a fair and impartial hearing at the accuser's request. In the case of an investigation due to acts by a Board Member, each Board member that is not the subject of the investigation may appoint an active member to a committee to conduct the investigation.
3. The Secretary shall give written notice to the member or Board Member, by using electronic or certified mail, not less than thirty (30) days before the meeting, when considering expulsion of one's membership. The time, date, place and request of the member's presence at the meeting will be included.
4. At the conclusion of the hearing, a majority vote of the Board or investigative committee in favor of expulsion shall result in the termination of the individual's membership.

**ARTICLE IV. MEETING - MEMBERS**

Section A. General Business Meeting

The annual business meeting of this Association, for the approval of bylaw changes and the transaction of any other business, shall be held at the annual conference. Each voting member shall be entitled to one vote on each matter submitted to the membership. Should the annual conference not be held, the Board may call for a virtual vote on association business as deemed necessary.

Section B. Special Meeting

The President, the Executive Committee, any seven (7) Board members, or not less than fifteen percent (15%) of the members having voting rights may call special meeting of the members.

Section C. TACA Board Meetings

The President or any two (2) Board members may call for a Board meeting as necessary.

Section D. Notice

Written or printed notice stating the place, day and hour of any meeting of the membership or Board shall be posted online or delivered, either personally, by electronic communication, or by mail, to each member entitled to vote at such meeting at least fifteen (15) days prior to the scheduled meeting date. In case of a special meeting or when required by statute or by these by-laws, the purpose for which the meeting is called shall be stated in the notice. If mailed, the notice of a meeting shall be deemed to be delivered when deposited in the U.S. Mail.

**ARTICLE V. TACA BOARD**

Section A. General Powers

The affairs of TACA will be managed by the Board.

Section B. Number, Tenure, Qualifications

1. The Board shall consist of thirteen (13) voting members, comprised of a President, Vice President, Secretary, two (2) Executive Officers, and eight (8) Directors, and one (1) advisory position appointed by the Board to be filled by a veterinarian.
2. A minimum of two (2) Directors shall be elected annually to a three (3) year term.
3. The Secretary will be elected for a two (2) year term.
4. Any member who misses two (2) regular or virtual board meetings during any calendar year shall be considered to have resigned. Any exceptions shall be reviewed and approved by the Board. A proxy may be provided for one (1) missed meeting.
5. Any member of the Board, who does not fill his/her obligation of office or other duties, shall be expelled from the Board.
6. All members of the Board must be Active or Honorary Members in good standing. All Board Members shall report to the Executive Director any time they no longer meet the criteria to be an Active or Honorary Member in good standing and they shall have ninety (90) days from the loss of such status to regain it if they wish to remain on the Board. If at the end of ninety (90) days the Board Member is still not an Active or Honorary member in good standing, they shall be considered to have resigned.
7. Should the President resign or for any reason leave or be removed his/her post, the Vice President shall become the acting President and fulfill the remainder of the term in this position. If there is no Vice President, the Board shall appoint an acting President via a majority vote and that Board Member shall fulfill the remainder of the term in this position.
8. Should the Vice President become President, resign, or for any reason leave or be removed from his/her post, the President may appoint a Board Member to this position with approval from the Board via a majority vote or the President may conduct a special election with a reasonable time line to allow any qualified applicant to run for the position.
9. Should any elected Officer other than the President or Vice President resign or for any

reason leave their post, the Board may appoint an Association Member to fill the vacancy. This term will run until the next normal vote of the general body.

10. The Board is authorized to adopt such rules and regulations consistent with the provisions of ARTICLE XI, for the conduct of such elections, as they may deem necessary.
11. The President must have served on the Board for at least one (1) year within the immediate past five (5) years and will be elected to a two (2) year term.
12. The Vice President must have served on the Board for at least one (1) year within the immediate past five (5) years and will be elected for a two (2) year term.
13. Executive Officers must have served on the Board for at least one (1) year within the immediate past ten (10) years and will be elected to a two (2) year term. These executive officers will not be elected in the same year. The board may take any action they deem necessary including extending a current term for no more than one (1) year as long as the terms are staggered.
14. Any Board Member who voluntarily resigns will not be eligible to hold any position on the board for three years from the date of the resignation. A board member who is removed from the board will not be eligible to hold any board position for six years from the date of removal.
15. Any current sitting Board Member that runs for another position on the Association's Board while not in their final year of their term shall automatically resign their current position after the November Annual Board Meeting and their position shall be placed on that year's ballot to fill the remainder of that term. The penalties that are given for removal or resignation from the board shall not apply under these circumstances. If the secretary runs for another position not in their final year of their term. They shall resign that position at the end of the November Annual Meeting and their position shall be filled by appointment of the Board. The penalties that are given for removal or resignation from the board shall not apply under these circumstances.

Section C. Quorum

1. A majority of the TACA Board shall constitute a quorum for all Board meetings. For general business meetings and called special meetings, ten percent (10%) of the members having voting rights shall constitute a quorum.
2. A written proxy may be provided by a Board member unable to attend one Board meeting and notification is to be sent to the TACA Secretary before the scheduled business meeting is transacted.

**ARTICLE VI. OFFICERS**

Section A. Numbers and Titles

The Officers of this Association shall be the President, a Vice President, a Secretary, and two Executive Officers.

Section B. Duties of Officers

- 1. The President shall:**

- (a) Be Chief Executive Officer of this Association.
- (b) Preside at all general, business and special meetings, but has the authority to yield the chair to the Vice President for the performance of these duties.
- (c) Be chairperson of the Executive Committee and an ex-officio of all other committees, except for the Nominating Committee.

**2. The Vice President shall:**

- (a) Assume the duties of the President in his/her absence.
- (b) Be the Chairperson of such committee(s) as appointed by the President.
- (c) Perform other duties as prescribed by the Executive Board.

**3. The Executive Officers shall:**

- (a) Assist the President and the Vice President in their duties
- (b) Serve on the Executive Committee.
- (c) Serve on other committee(s) as appointed by the President.
- (d) Perform other duties as prescribed by the TACA Board

**4. The Secretary shall:**

- (a) Keep minutes for all TACA Board meetings and special and general session meetings.
- (b) Prepare TACA correspondence, as needed.
- (c) Send copies of minutes to the President within thirty (30) days of the meetings.
- (d) Have custody of BY-LAWS, cooperate seal, general records and archives of TACA.
- (e) Serve on the Executive Committee.
- (f) Serve on other committee(s) as appointed by the President.
- (g) Perform other duties as decided by the TACA Board.

**ARTICLE VII. TACA COORDINATORS**

Section A. Regional Coordinators shall:

- 1. Attend the organizational meeting in January and one (1) other Board meeting. They are encouraged to attend all other Board meetings.

2. Collect information suitable for publication from their geographical areas as defined by the TACA Board and submit the information to the TACA newsletter publisher.
3. Help coordinate and support any TACA sponsored seminar in their region and at the annual conference.
4. Promote new memberships.
5. Attend, support and promote the Association at certification courses held in their region.
6. Serve on committees as assigned by the Board.

**ARTICLE VIII. COMMITTEES AND THEIR DUTIES**

Section A. The Standing Committees are:

- |                       |                      |
|-----------------------|----------------------|
| 1. Executive          | 6. Fund Raising      |
| 2. Budget             | 7. Annual Conference |
| 3. Nomination         | 8. Exhibitor         |
| 4. Audit              | 9. Public Relations  |
| 5. Awards/Scholarship |                      |

Section B. Appointments:

The President shall appoint the Chairperson for all committees from the TACA board except the Budget Committee. Any TACA member in good standing may serve on a committee except the Executive Committee.

Section C. Duties of the Standing Committees:

1. The Executive Committee shall consist of the President, Vice President, two Executive Officers and the Secretary. The President shall be the Chairperson. The Executive Committee shall make recommendations concerning business matters to the TACA Board.
2. The Budget Committee shall consist of at least three (3) persons. The Executive Director shall be its Chairperson. The committee shall advise on financial problems, investments and present the annual budget for Board approval.
3. The Nominating Committee shall consist of a Chairperson and at least four (4) other persons.
  - (a) The Nominating Committee shall make a slate of nominees including a brief description of the qualifications of each nominee no later than September 15<sup>th</sup>. The Nominating Committee will consolidate the results of this effort.
  - (b) The Chairperson of the Nominating Committee shall be the President, or an Executive Officer and he/she shall have a ballot of nominees to the web-master no later than October 1<sup>st</sup>. The ballot shall be posted to the website for voting no later than October 15<sup>th</sup>.

- (c) All persons must be an Active or an Honorary Member prior to October 1<sup>st</sup> in order to participate in the TACA election.
  - (d) All votes must be cast no later than 11:59pm the Friday prior to the Annual Conference. Candidates receiving the most votes for the open positions shall be duly elected.
  - (e) The chair of the nominating committee with appointed members will oversee and certify the tallying of votes.
4. The Audit Committee will consist of a chairperson other than the Executive Director and at least two (2) other persons. They shall review all financial records of the organization and make a written report to the TACA Board. The fiscal year will run from January 1<sup>st</sup> through December 31<sup>st</sup>. There will be an audit report at the first TACA business meeting.
  5. The Awards and Scholarship Committee shall consist of at least four (4) persons. The Vice President shall be its Chairperson. They will review recommendations submitted to them and follow guidelines that have been set by the Executive Committee for all awards and scholarships.
  6. The Fund-Raising Committee shall consist of a Chairperson and at least three (3) other persons. They shall determine and carry out ways to raise money to finance the needs of the Association.
  7. The Annual Conference Committee shall consist of a Chairperson and at least three (3) other persons. They will obtain guest speakers for the annual conference held in November.
  8. Exhibitors Committee shall consist of a Chairperson and at least three (3) other persons. They will find exhibitors to show his/her products for the purpose of animal care and control work. This will be in conjunction with the annual conference held in November.
  9. The Public Relations/Newsletter Committee will consist of a chairperson and at least two (2) other persons. The Public Relations/Newsletter Committee is responsible for articles and recommendations on topics for the newsletter and then producing that media. They shall inform the membership through newsletters and the general public through all media sources of the Association's purpose, activities, and meetings.
  10. Other Committees shall be appointed by the President as deemed necessary by the TACA Board.

## **ARTICLE IX PAID POSITIONS**

1. Executive Director Position will be by contract.
2. Policies and procedures governing any and all contract employee job performance shall be made by the Executive Committee.

## **ARTICLE X. DISSOLUTION**

In the event of the dissolution of this Association all funds and property, whether real or personal, remaining after payment of all debts, shall be dispersed by the Executive Board to be used for the same or similar purpose of those of TACA, Inc.

**ARTICLE XI. AMENDMENT OF BY LAWS**

These by laws may be repealed, altered or amended at any general meeting of the membership of this Association, or via a virtual vote, provided any alteration or change proposed shall first have been submitted to the TACA Board and approved by the majority vote thereof not less than sixty (60) days prior to the meeting or virtual vote and then posted online or delivered, either personally, by electronic communication, or by mail, to each member entitled to vote on such changes at least fifteen (15) days prior to the scheduled voting period.

**ARTICLE XII. EFFECTIVE DATE**

These by laws, effective upon their adoption supersede all former by laws of this Association. Effective Date: March 31, 2024

**ARTICLE XIII. PARLIAMENTARY PROCEDURE**

All business of this Association shall be conducted in accordance with Robert’s Rule of Order, Revised.

Revised/Approved March 2024