

CONSTITUTION OF THE TEXAS RECREATION AND PARK SOCIETY, INC.

ARTICLE I. NAME AND PURPOSE

Section 1. This organization shall be a nonprofit professional and educational corporation chartered by and operated under the laws of the State of Texas. It shall be known as the Texas Recreation and Park Society.

Section 2. The Texas Recreation and Park Society shall serve the membership and citizens of Texas by providing for the advancement, promotion and furtherance of the quality of the leisure environment in the State of Texas. The specific objectives shall be:

1. To unite into association the park, recreation and conservation personnel and lay citizens and groups interested in the expressed purposes of the organization.
2. To propose and promote the highest standards of professional service, competence and ethics.
3. To educate the citizens in the State of Texas about the values of quality parks, recreation and conservation services.
4. To disseminate information relating to the parks, recreation and conservation field and to encourage study and research on matters of professional interest.
5. To cooperate with other associations, agencies, societies and organizations with the same or similar objectives.
6. To facilitate the development, maintenance and expansion of public policy for recreation, parks and leisure in the state and nation.

ARTICLE II. MEMBERSHIP

Section 1. Certified Professional members shall be members who have been registered or certified by the Professional Certification Board (or its successor) as having fulfilled the qualifications for this membership classification. Persons holding membership in this classification shall be entitled to all rights and privileges of the Society and shall have one vote.

Section 2. Professional members shall be any public (including federal) or private recreation, park, therapeutic, industrial, or leisure service (including tourism) personnel employed in the field on a full-time basis. Professional members shall also be those employed by educational institutions. Professional members shall be entitled to all rights and privileges of the Society and shall have one vote.

Section 3. Citizen, board or commission members shall be any individuals who serve, or have served, as members of a recreation and park board or commission. Persons holding membership in these classifications shall be entitled to all rights and privileges of the Society except the right to vote.

Section 4. Retired professional members are entitled to all rights and privileges of the Society except the right to hold office. They shall have one vote.

Section 5. Corporate members shall be entitled to all rights and privileges of the Society except the right to hold office or vote.

Section 6. Special memberships shall be open to specified groups as determined by the Board of Directors to meet the needs of the Society and its members, which may include but are not limited to undergraduate and full-time graduate student; part-time employees; volunteers; introductory professionals; military personnel

employed in this field; associates; and other supporters of leisure services. Persons holding membership in these classifications shall be entitled to all rights and privileges of the Society as deemed appropriate by the Board of Directors.

Section 7. Honorary life membership may be conferred upon persons who have made an outstanding contribution to the field. The membership is for life and entitles the members to all rights and privileges of the Society except the right to hold office. There must be a 75% majority decision at a quorum of the Board of Directors to consider this membership after observing those provisions of the nomination as provided in the Manual of Procedures.

ARTICLE III. OFFICERS

Section 1. The elected officers of the Society shall consist of the President, the President-Elect, and nine (9) Directors, one from each of five (5) geographical regions, three (3) at-large directors, (1) Legislative Chair. These officers, together with the immediate Past President, shall constitute the Board of Directors and shall be responsible for general management of the affairs of the Society. Ex-officio board appointments representing the Texas Amateur Athletic Federation, and the Texas Parks and Wildlife Departments, shall represent their respective entities in a non-voting capacity, or appoint a duly qualified representative to attend board functions as appropriate. The President-Elect shall advance to President the following year. To qualify for the President-Elect, a member must have served a two (2) year term as a Director. To be a candidate for a Society office, a person must have been a member of TRAPS for at least four (4) years prior to nomination and must reside in the State of Texas.

Section 2. The Board of Directors shall, in order to effectively and efficiently carry out its responsibilities for the general management of the affairs of the Society, be empowered to appoint or employ an Executive Director and other such persons as may be required, fix their rates of pay, prescribe their duties and terms of employment.

Section 3. The President and President-Elect shall hold office for one (1) year or until their successors are elected and duly installed: The Regional and At-Large Directors shall hold office for two (2) years or until their successors are elected and duly installed. The Regional Directors from West and Central regions shall be elected in odd-numbered years and from North, East and South regions in even-numbered years. At-Large Directors shall be elected on a staggered basis, two in odd-numbered years and one in even-numbered years. Legislative Chair is appointed by the Executive Board and ratified by a majority of board of directors on even number years. Legislative Chair will serve a two-year term. All terms of office shall coincide with annual meeting.

Section 4. A vacancy in the office of President shall be filled by the advancement of the President-Elect. The President-Elect shall still be the President-Elect and shall retain the title of President for the year immediately following that in which he or she advanced to the office of President. When a vacancy occurs in the office of President-Elect, a new President-Elect shall be selected by a vote of the members of the Society in a special election.

Section 5. A simple majority of the current voting membership of the Board of Directors shall constitute a quorum.

Section 6. Officers absent from meetings of the Board of Directors may not be represented by a proxy. Board members absent from meetings of the Board of Directors must notify the Executive Director and/or President of their absence prior to, or as soon as possible after, missing a meeting.

ARTICLE IV. MEETINGS

Section 1. A meeting of the membership shall be held coincident with the State Institute at which time the

transaction of business which may properly come before the membership shall take place. At this time in open forum, any item of concern to the membership may be brought before the membership as a whole for consideration and action. A quorum for the Annual Meeting shall be those members present.

Section 2. Quarterly meetings of the Board of directors shall take place annually. These meetings may be held face to face or through current technology allows for virtual meetings, e.g., conference calls, *Skype*, *FaceTime*, etc.

Section 3. Special meetings of the Board of Directors shall be called by the President or written request of five (5%) percent of the voting members of the society, or on written request of a majority of the Board of Directors. The Executive Director shall notify each member of the Board.

ARTICLE V. REGIONS

Section 1. Establishment. The Board of Directors shall establish geographic regions in order to facilitate better communication and broader participation in the affairs of the Society, and all members of the Society residing in any such region may participate in the affairs of the Region.

Section 2. Meetings. Each Region shall have an annual regional meeting and workshop and such other meetings as may be called by the Regional Director.

Section 3. Officers. The chief officer of the region shall be the Regional Director who serves on the Board of Directors. Other officers deemed necessary to operate its region may be established to serve the region. Each officer shall have duties normally incident to his or her office.

Section 4. Elections. The Regional Director shall serve two (2) years or until his or her duly elected successor is installed. Only those members residing in the Region may vote on the Director from their Region. In the event that a director is unable to serve out the entire length of his or her term of office, the person receiving the next highest number of votes in the most recently held general officer election shall be approved by the Nominations Committee and duly sworn in to serve out the remainder of the term by the President at the next regularly scheduled board meeting.

Section 5. Committees. The Regional Director of each Region may appoint such committees as he or she or the membership in the Region considers necessary.

Section 6. Financing. Regions shall have no authority to levy dues to finance their operations, although charges may be made to participants to conduct special activities. They may be financed by the Society through the allocation of funds in the budget of the Society. The Finance Committee shall require Regional Directors to submit a proposed budget of annual expenditures. All funds accruing to the Region shall be treated as part of the funds of the Society.

ARTICLE VI. BRANCH SECTIONS

Section 1. Upon petition signed by no fewer than five (5%) percent of the voting members of the Society, a group may request formation or dissolution of branch status. The Board of Directors, upon two-thirds vote, shall approve the formation or dissolution of the Branch at the next regular Board of Directors meeting.

Section 2. The Branch section may select its own name and shall develop a constitution and bylaws for the approval of the Society's Board of Directors.

ARTICLE VII. AMENDMENTS

Section 1. Amendments to this Constitution may be initiated by any voting member of the Society through submission to the TRAPS Board of Directors. Amendments shall be by vote of the membership by ballot.

Section 2. The Board of Directors, upon two-thirds affirmative vote, shall submit an amendment or amendments for consideration of adoption by the membership. Ratification of amendment or amendments requires the approval of two-thirds of the voting members present at the annual meeting.

Section 3. The membership shall be informed of the amendment election results through their publications.

Revised and amended at Austin, Texas	January 17, 1956
Amended at Houston, Texas	January 31, 1961
Amended at El Paso, Texas	March 27, 1967
Amended at San Antonio, Texas	October 5, 1973
Amended at Austin, Texas	November 19, 1975
Amended at Waco, Texas	July 16, 1977
Amended at Abilene, Texas	October 12, 1983
Revised and amended at Houston, Texas	July 12, 1985
Revised and amended at Carrollton, Texas	January 9, 1987
Revised and Amended at Fort Worth, Texas	March 5, 1992
Revised and amended at Austin, Texas	October 1, 1997
Updated at Waco, Texas	March 6, 1999
Updated at Austin, Texas	September 29, 2000
Amended at Frisco, Texas	March 5, 2010
Amended at Lubbock, Texas	March 6, 2013
Amended at Corpus Christi, Texas	February 18, 2014
Amended at Frisco, Texas	February 28, 2023

BYLAWS OF THE TEXAS RECREATION AND PARK SOCIETY, INC.

I. ORDER OF BUSINESS

The order of business shall be determined by the Board of Directors and the following business shall be transacted at all meetings of the Board.

- Roll Call of All Officers
- Approval of Minutes of Previous Meetings
- Report of Officers and Committees
- Unfinished Business
- New Business
- Adjournment

II. ELECTION OF OFFICERS

Officer elections may be conducted by mail, by facsimile transmission, by electronic message, or by any combination of those methods.

The Executive Director shall prepare a list of all members in good standing who are eligible to vote. Each ballot shall indicate those nominees eligible to be elected as Directors/Officers by the general membership and those eligible to be elected by the members in each region. Ballots for write-in candidates are permitted. The eligibility of write-in candidates, procedural guidelines/timelines, as set forth by the TRAPS Governance and Operations Manual, and election results will subsequently be verified by the Nominations, Election, Constitution and Bylaws Committee.

III. DUTIES OF OFFICERS

President: The President shall preside at all official meetings of the Society and of the Board of Directors and shall perform the other duties associated with that office. He or she shall be an ex-officio member of all Society Committees.

President-Elect: The President-Elect shall assist the President in directing the affairs of the Society and shall act in the absence of the President. The President-Elect shall serve on the Texas Municipal League (TML) Board with their term beginning in the fall of even years and continuing for two years. In the event the President-Elect is not able to serve due to not being a member (TML) city employee or has already served their maximum terms on the TML Board, another qualified TRAPS Board of Director will be designated.

Past President: The Past-President shall be a member of the Board and shall serve as liaison for joint-project coordination with the Texas Parks and Wildlife.

Executive Director: The Executive Director is directly responsible to the TRAPS Board of Directors. The duties and responsibilities of the Executive Director are to:

1. Coordinate and direct the function of all operations of the Society.
2. Administer all policies as established by the Board of Directors.
3. Coordinate the operation and all functions of the annual Institute.
4. Coordinate the functions of the Board of Directors, which includes meeting arrangements, preparation of Board packets and other duties as prescribed.
5. Work with the Board, Committees, and President in setting the goals and direction of the Society.
6. Work with and submit recommendations to the President and also assist the President in setting the goals and direction of the Society.
7. Supervise the production of all publications; supervise bookkeeping functions and finances of the Society.
8. Represent the Society at affiliate, state, and national meetings as approved by the Board.
9. Supervise the administration of the Society's headquarters and staff.

Board of Directors: The Executive Director, as a non-voting member, together with the President, President-Elect, Immediate Past President, Regional Directors, At-Large Directors and Legislative Chair shall constitute the Board of Directors.

The Board of Directors shall meet quarterly, be the governing body of the Society and make policy decisions in the name of the Society. It shall be empowered to vote and to transact the business of the Society by correspondence if required. Any member of the Board of Directors unable to attend a meeting shall, in a letter addressed to the President or Executive Director, state the reason for the absence. If a Board Member is absent from two consecutive meetings for reasons which the Board has failed to declare to be sufficient, his or her resignation shall be deemed to have been tendered and accepted. When a vacancy occurs in the office of the Director, the Board of Directors shall appoint the person receiving the second highest number of votes in the most recently conducted general election to fill the office for the remainder of the term; *if there was no other candidate then Board may appoint or hold a special election as needed.* In the case of a Director-At-Large position, the replacement may be from any region in the state.

IV. COMMITTEES

The President, with the approval of the Board of Directors, shall appoint the members of all standing and special committees. Special task forces shall be assigned by the President and approved when appropriate by the Board of Directors. The following standing committees shall function under the guidelines given in the Governance & Operations Manual: *Awards and Scholarships, Finance, Institute Planning, Membership and Nominations, Election, Constitution and Bylaws.*

V. MEMBERSHIP DUES

The Board of Directors shall set the annual dues for all classifications of membership. Membership dues are payable in advance and shall expire one year from the anniversary date of acceptance of the original membership. Persons, boards, commissions, companies or organizations not accepted for membership shall have their fees returned by the Executive Director.

VI. EXPULSION

Any officer or member of the Society may be suspended or expelled for unprofessional conduct or for conduct unbecoming a member of the Society. The accused officer or member shall have 20 days, after the grievance against him or her has been received in writing by the Board of Directors, to state his or her position in writing before the Board of Directors renders its decision. A two-thirds majority vote by the Board of Directors is required to expel or suspend any officer or member of the Society.

VII. RESIGNATION

Any officer or member of the Society desiring to resign shall notify the President and/or Executive Director in writing. The resignation will be presented to the Board of Directors.

VIII. AMENDMENTS

These Bylaws may be amended by the Board of Directors by a two-thirds vote of the ballots cast. The membership shall be given notice of the proposed amendments 60 days prior to consideration by the Board of Directors. If 20% of the members object to the proposed amendment in writing prior to the final voting date, the amendment shall be submitted to the membership for referendum.

Revised and Amended at Fort Worth, Texas, October 3, 1984

Revised and amended at Carrollton, Texas, January 9, 1987

Revised and Amended at Fort Worth, Texas, March 5, 1992

Revised and amended at Austin, Texas, January 25, 1997

Revised and amended at Austin, Texas, January 23, 1999

Revised and amended at Austin, Texas, September 29, 2000

Revised and amended at Austin, Texas, August 8, 2008

Revised and amended at Lubbock, Texas, March 6, 2013

Revised and amended at Corpus Christi, Texas, February 18, 2014

Revised and amended at Frisco, Texas, February 28, 2023