

**RESOLUTION TO BE PRESENTED TO EL CAMINO REAL DE LOS TEJAS NATIONAL HISTORIC TRAIL
ASSOCIATION MEMBERSHIP**

October 21, 2017

**SUBJECT: REVISION OF THE ASSOCIATION BYLAWS IN REGARD TO NAME AND PURPOSE – MISSION
STATEMENT**

MOTION #1: Yes _____ No _____

RESOLVED that Section 2 of Article I (NAME - PURPOSE) of the Association bylaws be amended. The amendment will allow for PURPOSE (Article I, Section 2) to be changed.

- Article I, Section 2 currently reads:

“El Camino Real de los Tejas National Historic Trail Association is an advocacy group that seeks to protect the historic integrity of the trail, to educate the public about its significance, and to promote resource development, interpretation, and tourism along its path.”

- If amended, Article I, Section 2 would read:

“El Camino Real de los Tejas National Historic Trail Association seeks to protect the historic integrity of the trail, to educate and engage the public about its significance, and to promote resource development, interpretation, and tourism along its path.”

**SUBJECT: REVISION OF THE ASSOCIATION BYLAWS IN REGARD TO BOARD OF DIRECTORS (ALSO
KNOWN AS BOARD MEMBERS)**

MOTION #2: Yes _____ No _____

RESOLVED that Section 3 of Article V (BOARD OF DIRECTORS [ALSO KNOWN AS BOARD MEMBERS]) of the Association bylaws be amended. The amendment will allow for BOARD OF DIRECTORS (ALSO KNOWN AS BOARD MEMBERS) (Article V, Section 3) to be changed.

- Article V, Section 3 currently reads:

“Unless otherwise ordered by the President, the Board of Directors shall hold a minimum of four regular meetings per calendar year at a location approved by the Board of Directors; one of those meetings may be in conjunction with the annual membership meeting. At the discretion of the President, Directors may attend meetings and vote via video or telephone conferencing.”

- If amended, Article V, Section 3 would read:

“Unless otherwise ordered by the President, the Board of Directors shall hold a minimum of four regular meetings per calendar year at a location approved by the Board of Directors; one of those meetings may be in conjunction with the annual membership meeting. At the discretion of the President, Directors may attend meetings and vote via video or telephone conferencing. The annual meeting will not be available via telephone or videoconferencing.”

SUBJECT: REVISION OF THE ASSOCIATION BYLAWS IN REGARD TO BOARD OF DIRECTORS (ALSO KNOWN AS BOARD MEMBERS)

MOTION #3: Yes _____ No _____

RESOLVED that Section 4 of Article V (BOARD OF DIRECTORS [ALSO KNOWN AS BOARD MEMBERS]) of the Association bylaws be amended. The amendment will allow for BOARD OF DIRECTORS (ALSO KNOWN AS BOARD MEMBERS) (Article V, Section 4) to be changed.

- **Article V, Section 4 currently reads:**

“At least six Directors, including at least one member from each region, as fixed by these bylaws, shall be necessary to constitute a quorum for the transaction of business.”

- **If amended, Article V, Section 4 would read:**

“At least six Directors, as fixed by these bylaws, shall be necessary to constitute a quorum for the transaction of business.”

SUBJECT: REVISION OF THE ASSOCIATION BYLAWS IN REGARD TO BOARD OF DIRECTORS (ALSO KNOWN AS BOARD MEMBERS)

MOTION #4: Yes _____ No _____

RESOLVED that Section 6 of Article V (BOARD OF DIRECTORS [ALSO KNOWN AS BOARD MEMBERS]) of the Association bylaws be amended. The amendment will allow for BOARD OF DIRECTORS (ALSO KNOWN AS BOARD MEMBERS) (Article V, Section 6) to be changed.

- **Article V, Section 6 currently reads:**

“If a Board Member misses two board meetings in one year, without an excused absence (prior notice to Executive Director), he/she will be dropped from the Board of Directors. Any vacancy in the Board of Directors occurring during the year through death, resignation, removal or other cause, shall be filled for the unexpired portion of the term by vote of the remaining Directors.”

- **If amended, Article V, Section 6 would read:**

“If a Board Member misses one board meeting in one year, without an excused absence (prior notice to Executive Director), he/she may be dropped from the Board of Directors at the Board’s discretion by 2/3 vote. Any vacancy in the Board of Directors occurring during the year through death, resignation, removal or other cause, shall be filled for the unexpired portion of the term by vote of the remaining Directors.”
