

BY-LAWS of The Enterprise Tardis Connection

ARTICLE 1 Purpose

- 1.1 The Enterprise Tardis Connection is a nonprofit organization intended to benefit both the members and the community, by promoting star Trek, Doctor Who, science, and science-fiction.

Address

- 1.2 The primary address of this organization is:
Enterprise Tardis Connection C/O Pamela Girard
3212 Oxford Drive
San Angelo, TX 76904-5269

ARTICLE 2 Classes of Membership

- 2.1 E.T.C. will have three classes of membership. The designation of such memberships will be as follows:
 - A. Individual member = one member entitled to all rights and privileges of membership.
 - B. Family member = relative to an individual member, living at the same address, and having the same rights and privileges.
 - C. Honorary member (Ambassador) = anyone agreed upon by the majority of the Board of Directors to be worthy. Honorary members will have no voting rights and pay no dues.

Membership Qualifications

- 2.2 Eligibility of membership will be to anyone with a sincere interest in star Trek, Doctor Who, science, and science-fiction. No one will be disqualified because of gender, race, species, country, or planet of origin, political beliefs or philosophy.

Age specifications:

- A. Anyone under 14 must have written parental permission to become a member.
- B. Anyone under 14 must be accompanied by a parent or other responsible adult.

Good Standing

A member shall be considered in Good Standing if they are active and have no dues, assessments, or other charges unpaid.

Voting Rights

- 2.3 Each individual member in attendance shall be entitled to one vote on each matter submitted to a vote of the membership.

Dues

- 2.4 Dues will be \$3 per individual membership, and \$1 per additional family member, per year. Dues will be due within 2 meetings of receiving notice from the Credits Officer. A member is considered active when annual dues are paid. Dues

may be waived on a yearly basis as determined by a majority vote of the officers.

Discommendation

2.5 Membership in E.T.C. may be terminated for any one of the following causes:

1. violation of the By-Laws
2. conduct contrary to the purposes of the club
3. Conduct inappropriate for a social situation
4. not paying the required dues on a timely basis
5. bringing harm to the reputation of the club.

Membership may be terminated for these causes by a majority vote of the Board of Directors.

Resignation

2.6 Any member may resign by filing a written resignation with the Secretary or other officer, but such resignation shall not relieve the member of the obligation to pay any dues, assessments, or other charges accrued and unpaid.

2.7 Any member who has resigned, may appeal to the Board of Directors for reinstatement in writing. The Board of Directors may request a meeting with the former member if they so desire. Reinstatement will be awarded by a majority vote of the Board of Directors, and upon payment of any monies due.

ARTICLE 3

Meetings of the Members

3.1 The Annual Meeting will be held in the month of January, on the first or second meeting of the month as determined by the Board of Directors, the purpose of the Annual Meeting is for the election of the Board of Directors and for the transaction of other business as shall be presented at the meeting. The Board of Directors shall be elected by the majority of votes cast by the voting members present and constituting a quorum at the Annual Meeting. In the event of a tie, a run off election shall be held immediately. Nominations for the offices shall be taken during the months of November and December, and nominations may be received from the floor before the vote is taken at the Annual Meeting. Notice of the Annual Meeting shall be posted no later than the December Calendar, and shall contain a list of nominees. If the election is not held on the day designated for the Annual Meeting, the Board of Directors will call a Special Meeting for that purpose, as soon as possible thereafter.

Special Meetings

3.2 Special Meetings may be called by the Captain, the Board of

Directors, or not less than one tenth of the members holding voting rights. General Meetings of the members are held on the first and third Sundays of the month, or as otherwise specified in the E.T.C. Calendar

Meeting Place

- 3.3 The Board of Directors may designate any place within or without the Solar System as the meeting place of The Enterprise Tardis Connection for any Annual Meeting, General Meeting, or Special Meeting.

Notice of Meetings

- 3.4 Notice of meetings shall be given in the quarterly calendar. In the event a calendar is not published for any period notice shall be sent by mail, email or phone to each registered member not less than 5 days prior to the meeting. Said notice shall be deemed to be delivered when deposited in the U.S. Mail with proper postage affixed or when a message is left on your answering machine or when a message is sent to the mailing list. When the meeting date falls on a generally recognized holiday the Board of Directors will determine the next meeting date.

Quorum of Membership

- 1 3.5 A Quorum shall consist of one third of the total Number of members registered at the Annual Meeting plus two officers. This quorum will remain in effect until the next annual meeting. If a quorum is not present at any meeting of members, the meeting cannot be called to order.

Proxies

- 3.6 Written proxy votes will be accepted. The member must designate in writing their decision on the matter in question and this proxy must be in the possession of a voting member in good standing present at the time the vote is taken. In special circumstances the Board of Directors may allow a vote in absentia, if their decision is unanimous.

Termination of Discussion

- 3.7 Any topic of discussion at any meeting (Regular, Annual, Special, committee, or otherwise) may be terminated by any board member or chair of committee, if the topic is determined to be counter-productive to the group. Disagreement over any termination of discussion may be appealed with 5 days written notice to the Board of Directors who will decide the issue by majority vote.

ARTICLE 4

BOARD OF DIRECTORS

General Powers

- 4.1 The affairs of The Enterprise Tardis Connection shall be managed by its Board of Directors and may not adopt rules or

take actions inconsistent with these bylaws or the principles of the club.

Board Members will be members in Good Standing of the club.

Number, Titles, and Tenure

- 4.2 The initial number of the Board of Directors will be four, with the chairman and other members serving as the officers of the club. They will consist of the President (Captain), the Vice President (First Officer), the Treasurer (Credits Officer), and the Secretary. They will each serve a term of one year, until their successor has been elected and takes office. The number of Board Members may be changed as needed (so long as the total number is not less than three) by an affirmative vote of at least two-thirds of the eligible members attending any Regular Meeting or Annual Meeting.

Qualifications

- 4.3 Any active member of E.T.C., who is in good standing, has been active, and has attended at least 50% of the previous 12 monthly meetings of the club, is eligible for nomination to the Board of Directors.

Regular Meetings

- 4.4 Regular meetings or Special Meetings of the Board of Directors shall be held with or without notice, other than this bylaw, at any time or place determined by the Board. The first meeting of a new Board of Directors will be held in conjunction with the retiring members, in the interest of maintaining continuity.

Quorum

- 4.5 Majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board; but if less than a majority is present no business may be conducted.

Manner of Acting

- 4.6 The act of a majority of the Board Members present at a meeting, at which a quorum is present, shall be considered an act of the Board of Directors.

Removal

- 4.7 Any Board Member may be removed by a two-thirds vote of the members at a regularly scheduled monthly meeting or any other Special Meeting of the membership called by the Board of Directors.

Vacancies

- 4.8 Any vacancy occurring on the Board of Directors shall be filled by a nomination from, and voted on by the general membership. A Director elected to fill a vacancy will serve for the unexpired term of the predecessor's office.

Compensation

- 4.9 The Directors shall not receive any salaries or other compensation for their services, and no part of the net earnings will go to the benefit of any Board Member, or other member. Directors, Committee members and other members may be reimbursed for necessary and reasonable expenses incurred by them in the conduct of club business, subject to approval by the Board.

ARTICLE 5 DUTIES OF THE OFFICERS Captain (President)

- 5.1 The Captain will be the principle executive officer of The Enterprise Tardis Connection and shall in general, supervise and control all of the business and affairs of the club. The Captain shall preside at all meetings of the members and of the Board of Directors. The Captain may sign (with any other Officer) any deeds, mortgages, bonds, contracts, or other instruments which the Board has authorized to be executed, unless such signing is delegated to some other Officer or agent, or where prohibited by these Bylaws or by law. The Captain may perform other duties assigned by the Board of Directors.

First Officer (Vice President)

- 5.2 In the absence of the Captain, or in the event of the Captain's inability to act, the First Officer shall perform the duties of the Captain, and when so acting, shall have all the powers of, and be subject to all the restrictions upon the Captain. The First Officer may perform other duties as assigned by the Captain, or the Board of Directors.

Credits Officer (Treasurer)

- 5.3 The Credits Officer shall have charge and custody of, and be responsible for all funds and securities of the club, receive and show receipt for monies due and payable to the club from any source, and promptly deposit all such monies in the name of the club in such banks, trust companies, or other depositories as shall be selected by the Board of Directors. Said Officer shall also maintain correct and complete books and records of account of all transactions, and in general perform all the duties incident to the office of Treasurer. Other duties may be assigned by the Board of Directors or Captain.

Secretary

- 5.4 The Secretary shall keep the minutes of the meetings of the members, and of the Board of Directors in one or more books provided for that purpose; shall keep any records or correspondence The Board of Directors deems necessary, and in general, perform all duties incident to the office of Secretary, and such other duties as may be assigned by the Captain or Board of Directors.

A PC or access to one is required for this position unless arrangements are made with the Board of Directors.

Records Officer

5.5 The Records Officer is responsible for keeping a register of the members mailing addresses, email addresses and phone numbers, providing the quarterly calendar of group meetings and events. (The calendar is to be distributed in the months of March, June, September, and December.), Updating the advertising pamphlets and posters, and other duties as may be assigned by the Captain or the Board of Directors. A PC or access to one is required for the position unless arrangements are made with the Board of Directors.

Communications Officer

5.6 The Communications Officer shall act as liaison officer and shall be in charge of keeping the attendance and notifying the membership of changes in the calendar or special events and reminding members of meeting dates and places by mail, email, or phone; shall also be responsible for reminding members of meeting dates when they miss meetings and other duties as assigned by the Captain or the Board of Directors.

Historian

5.7 The Historian is responsible for keeping a scrapbook record of photos and memorabilia of group events. The Historian also acts as photographer when necessary and assumes other duties as required by the captain or the Board of Directors. A camera is required for the position.

Librarian

5.8 The Librarian is responsible for keeping and caring for the E. T.C. Library which will consist of items as may be donated to the group. The Librarian keeps track of the collection and specifies the check-out period for each item, and will have a list of the collection available for check-out at all regular meetings.

The E.T.C. Library

5.85 The E.T.C. Library is available to all members of E.T.C. in good standing. The designated librarian will specify the check-out period for items. Members with unreturned materials may not checkout any new materials from the library until the items in question are returned, replaced, or paid for.

Ambassadors

5.9 The Ambassadors shall perform the duties of public relations officers, using various methods to gather and disperse information of interest to the club and it's members.

ARTICLE 6

COMMITTEES

Types of Committee

6.1 The Board of Directors shall determine the needs for both Standing Committees, and temporary Committees. The duties of the committee shall be designated by the Board of Directors, but no committees shall have any powers or authority except directly to the Board of Directors. Whenever possible each committee shall have at least one Board Member serving on it. If this is not possible, the Chairman is responsible to the Board, and will be prepared to submit a report to the Board.

Terms of Committees

6.2 The term of a Standing Committee will be one year. Temporary committees will serve until the Board determines their duties have been fulfilled. Any vacancies on such committees will be filled by appointment by the Board.

Chairman

6.3 Each committee shall be governed by one person, selected by its members, to be its chairman. The Chairman is directly responsible to the Board of Directors.

Committee Quorum

6.4 Majority of the whole committee shall constitute a quorum, and the act of the members present at a meeting in which a quorum is present, shall be the act of the committee.

Committee Rules

6.5 Each committee may adopt rules for its own government so long as they are not inconsistent with these Bylaws or with rules adopted by the Board of Directors.

ARTICLE 7

INDEBTEDNESS, CONTRACTS, CHECKS, DEPOSITS, AND FUNDS INDEBTEDNESS

7.1 The Officers of The Enterprise Tardis Connection are not empowered to indebted the club for any action or transaction, or related group of transactions without approval by a majority of the voting members present at any Regular or Special Meeting. The balance of the E.T.C. treasury may not fall below \$25 unless approved unanimously by the Board of Directors.

Contracts

7.2 The Officers of the club may authorize any Officer, or agent to enter into any contract or execute and deliver any instrument in the name of and on behalf of the club, so long as such is not inconsistent with these Bylaws and is approved of by a majority vote of the Board of Directors. Such authority may be general or confined to specific instances.

Checks & Drafts

7.3 All checks, drafts, or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the club, shall be signed by two designated members of the club, The number of designated members may vary but may not fall below two. A member is designated or undesignated to sign E.T.C. checks by a majority vote of the Board of Directors. The Captain and the Credits Officer

must be designated members.

Deposits

7.4 All funds of the club shall be promptly deposited to the credit of the club in such banks, trust companies, or other depositories as the Board may select.

Gifts

7.5 The Board of Directors may accept on behalf of the club, any gift, contribution, bequest, or device, for the general purpose or for any special purpose of the club.

ARTICLE 8

BOOKS AND RECORDS

8.1 The club shall keep correct and complete books and records of account and shall also keep minutes of the meetings of its members, Board of Directors, and committees, and shall keep in the Secretary's possession a record giving the names and addresses of members entitled to vote. All books and records of the club may be inspected by any member or their agent or attorney for any proper purpose upon written 10 day notice. A Treasurer's report and summary of the minutes of the last meeting will be given at each regular meeting.

ARTICLE 9

FISCAL YEAR

9.1 The fiscal year of the club shall commence on the first day of January, and shall end on the last day of December, in each year.

ARTICLE 10

Amendments to Bylaws

10.1 These bylaws may be altered, amended, or repealed and new Bylaws may be adopted by a majority of both the Board of Directors and the voting membership present at any Regular or Special Meeting, if at least 5 days notice is given of intent to alter, amend, appeal, or adopt, at such meeting.

ARTICLE 11

DISSOLUTION

11.1 In the event that this club is dissolved, funds remaining after all outstanding debts are paid will be distributed to non-profit organizations, or scholarships, as designated by the Board of Directors at the time of dissolution.

These By-laws replace any conflicting regulation or procedure found in the minutes or original constitution of The Enterprise Tardis Connection prior to the date of ratification.

When dues are paid it is understood that the member has agreed to abide by these by-laws.

These BY-LAWS were ratified on the 24th day of May, 1992

by a majority vote of the members of the ENTERPRISE TARDIS
CONNECTION

Officers:

Captain

Signature of Greg Rowe

First Officer

signature of Dwayne Touchstone

Credits Officer

signature of Donna Goad

Secretary

signature of Jennifer M. Gonzales

Communications Officer

signature of Douglas Wilson

Records Officer

signature of Johnny Elliott

Historian

signature of Pamela Girard

AMENDMENTS

#1 5-24-92

The presence of any item with alcoholic or drug related content, cooked (this does not apply when the alcohol is cooked out before the dish arrives at the function) or otherwise, will not be tolerated at any ETC function at which attendee's under the legal drinking age are present and anyone with said items will be subject to discommendation at the discretion of the Board of Directors.

#2 10-18-92

The Formation of ETC Chapter Groups

Chapter groups of The Enterprise Tardis Connection shall be independent entities that are answerable to a majority vote of the officers of E.T.C., Chapter groups are required to abide by these bylaws and all regulations and amendments herein. Amendment to this constitution will be made within the chapter group as stated in these bylaws but must be finally ratified by majority vote of the officers of E.T.C.

Chapter groups may be formed by petition of at least three due paying members of ETC.

Acceptance or denial will be by unanimous vote of the officers of E.T.C. Chapter groups must receive E.T.C. approval of any major function (ie: city-wide trivia contest, convention etc.).

The Enterprise Tardis Connection operates under the IDIC philosophy and tolerance is expected of all members. Infighting is not permitted

and is grounds for revoking of the chapter's charter and the use of the E.T.C. name. Probation and other disciplinary means are permitted and are used at the discretion of the officers of E.T.C. by majority vote.

Revocation of the chapter group's charter will signify dissolution of the chapter group and will be made by unanimous vote of the officers of E.T.C. Said chapter group will no longer operate under the Enterprise Tardis Connection name. Any funds remaining in the treasury of the chapter group will be disposed of as per these bylaws.