

BY-LAWS FOR THE MAVERICKS OF WICHITA FALLS
A TEXAS NONPROFIT CORPORATION
EFFECTIVE DATE: FEBRUARY 03, 2023

Legal Description and Responsibilities:

The Mavericks of Wichita Falls, Inc. shall be governed by the Board of Directors ("The Board"). Which shall have all the rights, powers, privileges, and limitations of liability of directors of a nonprofit corporation organized under the Texas Non-Profit Corporation Act. The mavericks were incorporated under the Texas Non-Profit Corporation Act on January 22, 1973, under Charter No. 00319568-01. The Board shall establish policies and directives governing business and programs of the Mavericks and shall delegate to the members, subject to the provision of these by-laws, authority and responsibility to see that the policies and directives are appropriately followed.

ARTICLE I

These by-laws constitute the code of rules adopted by the Mavericks of Wichita Falls for the regulation and management of its affairs.

ARTICLE II

Objectives and Functions

1. The duration shall be perpetual, organized to promote the City of Wichita Falls by and through the organized actions of the corporation members and to promote the continuance of outdoor "Chuck Wagon" style cooking.
2. During a calendar year, the Maverick organization shall approve and conduct "official" functions to honor and aid persons and organizations which have been or will be beneficial to the city of Wichita Falls. The annual Maverick "family party" will not be considered an "official" function. These official functions plus the annual Maverick "family party" will be funded and underwritten through assessments billed to the Regular Members.
3. No Maverick functions will be conducted during the months of June, July, and August. The Mavericks reserve the right to cancel a cook due to weather conditions.
4. Ticket sales and/or admission charges, or an auction relating to any official Maverick function, must be approved in advance by the Board of Directors.

5. Any Maverick function conducted for the purpose of raising money for scholarships or other charitable purposes shall be specifically approved by the Board of Directors. If needed, the board of Directors shall appoint a committee to assist with the awarding of any such scholarships or other charitable contributions.
6. No Maverick Cook can be auctioned.

ARTICLE III

Board of Directors

1. Powers: The Board of Directors of the corporation is vested with the management of the business and affairs of this Corporation under these by-laws.
2. Number of Directors: The Board of Directors will consist of sixteen (16) members elected by the Board from the regular membership. No two (2) Board Members can be from the same company (place of employment) or organization, or from the same immediate family. Immediate family is limited to a parent, stepparent, foster parent, father-in-law, children, stepchildren, foster children, sons-in-law, grandparents, grandchildren, brothers, brothers-in-law, uncles, nephews, and first cousins. At the Annual Board meeting of each year to be held in January, for (4) Directors are to be elected to fill those Directors' positions expiring.
3. Terms of Directors: The term of each Director is four (4) years with four (4) Directors positions to expire each year on February 1. Any board member vacancy prior to the expiration of his term will be filled by the Board through an election process from the regular membership for the remainder of the unexpired term.
4. Duties of Directors: Duties include conducting necessary business, planning, and scheduling of the organizational functions. The Board shall elect officers to serve as President, First Vice President, Second Vice President (James Lane in perpetuity), Third Vice President, Fourth Vice President, and Secretary/Treasurer.
5. All Board Members are required to attend 75% of board meetings in person within a fiscal year (i.e., January 1 – December 31). Exemptions may be approved by a majority vote of the board.

Meetings of Directors:

1. The Annual and Special Meetings of the Board of Directors will be held at any place that the President may designate within the general area of Wichita Falls or the site of any Maverick Function.
2. The Board of Directors shall meet as called by the President or by a majority of the Board, with one (1) Annual Meeting required in January to be called by the President or by a majority of the board.
3. Special meetings may be called by the President or by a majority of the Board of Directors as needed or necessary to conduct business, planning, and scheduling of the organization.
4. The President shall notify each member of the Board of Directors in advance of the meeting. Notice of the date, time, and place of all Regular Meetings shall be given to each Board Member by regular mail, telephone (including voice mail), or email no less than seven (7) days' notice prior to the meeting. Notice of Special Meetings shall be given in the same manner with at least forty-eight (48) hours' notice.
5. To have an official meeting of the Board of Directors a quorum of the Board of Directors is necessary, with a quorum meaning nine (9) or more Directors present.
6. Proxy: No Proxy
7. Resignation of Directors: Any Director may resign at any time by delivering written notice to the president or the Secretary/Treasurer of the Board of Directors. Such resignation shall take effect upon receipt or, at the time specified in the Notice.
8. Removal of Directors: Any Director may be removed without cause, at any time, by a majority of the entire Board of Directors, at a Regular or special meeting.
9. Vacancies of Directors: Vacancies shall be filled by a majority vote of the remaining members of the Board of Directors by an election process from the regular membership and the Director filling the vacancy shall serve for the remainder of the term of the directorship that was vacated. Vacancies shall be filled as soon as practical. Any Director may make nominations to fill vacant directorships.
10. Compensation: Directors shall not receive any salaries or other compensation for their services, but by resolution of the Board of Directors, may be reimbursed for actual expenses incurred in the performance of their duties for the Corporation if a majority of the Board of Directors approves

the reimbursement. The Corporation shall not loan money or property to, or guarantee the obligation of, to any Director.

11. Committees: The President may, from time to time, designate and appoint committees. Such committees shall have and exercise such authority as is designated by the President. The committees may be authorized to exercise any powers, responsibilities, and duties consistent with Certification of Formation and these bylaws.

ARTICLE IV

Membership

The regular membership shall be limited to one hundred fifteen (115) members living in or whose principal business is in the general Wichita Falls area, at the time he is elected to membership.

1. Classes of Membership
 - (a) Regular Member
 - (b) Senior Active Member (SAMS)
 - (c) Life Member
 - (d) Honorary Members
2. All prospective members must be twenty-one (21) years of age or older to be eligible for membership in the Corporation.

Nominating and Selection of Members

1. The rules for nominating a prospective member or members shall be as follows:
 - (a) An application for membership nominating a prospective member shall be signed by at least two (2) sponsoring members. This Application shall include a statement of recommendations and qualification of the prospective member. In addition, the application should state that the prospective member is aware and fully understands the requirements, financial responsibilities, and duties that come with being a Maverick. The Application for membership, attached as Exhibit A.
 - (b) Before nominating a prospective member, one or both sponsoring members must accompany the prospective member to at least three (3) Maverick functions, for introducing the prospective member to the membership and to explain the purpose, responsibilities, and duties of various activities of the organization that come with being a Maverick. It is the responsibility of the sponsoring members to fully inform the prospective member of the cost associated with membership and the necessity of attending as many Maverick functions as possible.

- (c) A membership committee consisting of three (3) board members, 3rd Vice President serving as Chairman, 4th Vice president, and one (1) Regular Member appointed by the President each year to screen all new membership applications and make their recommendation to the Board of Directors.
- (d) A two-thirds (2/3) majority vote of the Board of Directors in attendance is required to elect (by ballot) a new member.

Criteria for SAM Members

In order to qualify as a SAM, a Regular member must either (1) reach 65 years of age and have 15 years of continuous membership, or (2) have demonstrated exceptional service to the Mavericks and have a medical condition that permanently prevents his active participation. A letter requesting SAM classification shall be addressed to the President. The President shall present the letter to the Board of Directors for a two-thirds (2/3) majority vote of the directors in attendance. A member must be in good financial standing in order to qualify as a SAM. SAM members shall retain all regular membership privileges except the ability to serve on the Board of Directors. SAM members are subject to the payment of annual dues in January of each year but are not billed the regular assessments. A SAMs member who attends and wants a table for the Family Cook shall pay the cook assessment.

Life Member

The Board of Directors may elect any member a Life Member with two-thirds (2/3) majority vote of the Directors in attendance. Life Memberships may be given to such persons for their years of extraordinary service. Life Members shall retain all Regular Member privileges except having the ability to serve on the Board of Directors. Life Members will have waiver of future dues and assessments.

Honorary Member

The Board of Directors may elect any non-member an Honorary Member with two-thirds majority vote of the Directors in attendance. Honorary Memberships may be given to such persons for their long association with, and support of the Mavericks. The sitting General of Sheppard will serve as

a Honorary Member. Honorary Members shall not have Regular Member's privileges and shall not be required to pay dues.

Resignation of Members

Any Regular Member, SAM Member, Life Member or Honorary Member may resign at any time by delivering a written or email notice to the President of the Secretary/Treasurer of the Board of Directors. Such resignation shall take effect upon receipt of the notice, or later if specified in the notice. For a member to remain in good standing, all dues and assessments must be paid in full as of the effective date of the member's resignation.

ARTICLE V

Officers and Duties

1. The Board of Directors shall elect, from the Board of Directors, five (5) officers every two (2) years by two-thirds (2/3) majority vote at the January Annual meeting. The terms of office shall be for two (2) years and shall expire on February 1.

The five (5) officers are:

- a. President
- b. First Vice President
- c. Second Vice President (James Lane in perpetuity)
- d. Third Vice President
- e. Fourth Vice President
- f. Secretary/Treasurer

2. President: The President shall preside at all board meetings and have the power to call Special Meetings, The President shall be responsible for leadership of the Board in discharging its powers and duties and shall, in general, supervise and control all the business and affairs of the organization, such as planning and scheduling of the official functions of the organization. The President may sign contracts and other instruments on the organization's behalf. The President shall appoint the First Vice President to take minutes of all meetings and to send a copy of such minutes to the President and Secretary/Treasurer for record. The President shall serve as Wagon Boss of each cook and assume oversight responsibilities.

3. **First Vice-President:** Take minutes of all meetings and send a copy of such minutes to the President and Secretary/Treasurer. The First Vice President shall perform all duties of the President if the President is absent or unable to attend meetings, functions, or cooks and assign someone to take minutes.
4. **Second Vice-President:** James Lane is the Second Vice-President in perpetuity.
5. **Third Vice-President:** The Third Vice-President shall perform all duties of the President if the President, First Vice-President is absent or unable to attend meetings or functions and assign taking minutes. The Third Vice-President will serve as Chairman of the Membership Committee.
6. **Fourth Vice-President:** The Fourth Vice-President shall perform all the duties of the President if the First and Third Vice-presidents are absent or unable to attend meetings or functions and assign taking minutes. The Fourth Vice President will serve on the Membership Committee.
7. **Secretary/Treasurer:** The Secretary/ Treasurer shall:
 - a. Perform all duties incident to the office of Secretary/Treasurer and such other duties as may be required by law, by the Certificate of Formation, or by these bylaws.
 - b. Attest to and keep the bylaws and other legal records of the Corporation, or copies thereof at a principal location.
 - c. Have charge and custody of all funds of the Corporation and render reports and accountings to the Directors as required by the Board of Directors.
 - d. Maintain custody of all books, accounts and officers, directors, and regular members as required.
 - e. Set up all checking, savings, and investment accounts of the Corporation and deposit all such funds on the name of the Corporation in such accounts.
 - f. Be the authorized signature for all checking, savings, and investment accounts of the Corporation, with the approval of the Board of Directors, unless the Board of Directors designates another member of the Board of Directors as the authorized signatory for a particular type of disbursement.

ARTICLE VI

Dues & Assessments

Annual dues are billed and payable in January of each year, with periodic assessments to all Regular Members as determined by the Board of Directors as various projects are approved throughout the year. The dollar amount of annual dues and project assessments will be determined by the Board of Directors.

ARTICLE VII

General Expenses

A portion of the dues and assessments shall be utilized for general, administrative, office, and membership expenses. Any requests for contributions, advertising, etc. shall be approved by the Board of Directors.

ARTICLE VIII

Procedures for Amending By-Laws

1. These By-Laws may be altered, amended, or repealed, and new bylaws may be adopted by two-thirds (2/3) majority vote of the Board members present provided that at least fourteen (14) days written notice is given of the intention to alter, amend, or repeal at such meeting, and a copy of the proposed changes is distributed to each Board member with the notice.
2. Amendments or changes may be proposed by any member in good standing with a letter outlining proposed amendments or changes directed to the President.

ARTICLE IX

Use of Maverick Equipment

All Maverick Equipment is to be used for maverick functions only and is not available to be loaned, borrowed, rented, or used for any other purpose.

ARTICLE X

Maverick Uniforms

While serving on line or working during an "Official" function all Mavericks shall wear their Maverick uniform, including shirts and western hats, except as provided below.

Mavericks are not required to wear uniforms while working the cooker.

Approved Uniforms:

- a. Pants-Blue Denim
- b. Shirt-Solid Red, White, or Blue
- c. Jackets-Solid Red or Blue
- d. Hat-Western, Straw for Summer or Felt for Winter.
- e. Neckerchief-(optional) Solid Red, White, or Blue
- f. Emblems (patches)
 - (1) Jacket: Maverick Patch-one inch (1") down from left shoulder sleeve. Texas Flag-One Inch (1") down right shoulder sleeve.
 - (2) Shirts: Maverick Patch-one inch (1") down from left shoulder sleeve. Texas Flag-one inch (1") down from right shoulder sleeve.
 - (3) Maverick Badge: Shall be worn on the left pocket or just above the left pocket of the shirt or jacket.

ARTICLE XI!

Organization Discipline

1. A member who has not paid his dues and/or assessments within ninety (90) days from the billing date will be subject to suspension by a majority vote of the board. Any member suspended by the Board of Directors due to delinquent payment of dues and/or assessments may only be reinstated by the same application process utilized for new members.
2. Any member may be dismissed from the Mavericks for cause by a two-thirds (2/3) majority vote of the Board of Directors present at the meeting for any reason for which the board may decide. Upon dismissal from the Mavericks, all right to use the name "Mavericks", the emblem and other insignia of the Mavericks and this association shall be forfeited. The Board of Directors may dismiss members whose conduct has been deemed a violation of the By-Laws or unbecoming of a Maverick. Any member who is dismissed under Article XI, #2, may only be re-elected to membership through the regular application process.

These By-Laws were approved, as amended, at a regular meeting of the Board of Directors on: February 03, 2023.