

**GREATER HOUSTON
LOCKSMITHS ASSOCIATION, INC.
BYLAWS**



REVISED 08/2011

**281-GHLA-INF
www.houstonlocksmiths.org**

**GREATER HOUSTON
LOCKSMITHS ASSOCIATION
2011 BOARD**

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VICE PRESIDENT

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COMMITTEE CHAIRPERSONS

EDUCATION

CD SIEMS

WEBMASTER

JOHN C. HELWEG

BYLAWS

PARLIAMENTARIAN

MEMBERSHIP

MEGAN HALL

**GREATER HOUSTON LOCKSMITHS ASSOCIATION, INC.
BYLAWS**

**ARTICLE I
NAME & DURATION**

SECTION 1:

The name of the Corporation, herein referred to as the Association shall be THE GREATER HOUSTON LOCKSMITHS ASSOCIATION, INCORPORATED.

SECTION 2:

The period of duration for this non-profit Corporation shall be PERPETUAL.

**ARTICLE II
PURPOSE**

SECTION 1:

The purposes for which this corporation is organized are:

1. The primary purpose is educational.
2. The general purpose and powers are to:
 - A. Establish a Houston and surrounding area Locksmith organization to advance the common interests of its membership.
 - B. Support the high standard and quality of the Locksmith by increasing the knowledge, experience and skill of its members through classes, courses of instruction, panel and discussion groups, seminars, maintenance of a locksmith tape library, a hardship fund to co-op educational classes for members and the publication of an organizational newsletter for the purpose of promoting educational information and activities.
 - C. Promote the common interest of its members through education of the community it serves, encouraging the use of goods and services of its members and the area locksmith trade and uniformity and cooperation within the trade.
 - D. Have and exercise all rights and powers conferred on non-profit Corporations under the laws of Texas of which may hereafter be conferred.

- E. Notwithstanding any of the above statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the primary purpose of this Corporation.
- 3. This Corporation is organized pursuant to the Texas Non-Profit Corporation Act and does not Contemplate pecuniary gain or profit to the members thereof and is organized for non-profit purposed under section 501 (C) (3) of the Internal Revenue Code of 1954.

**ARTICLE III
REGISTERED OFFICE**

SECTION 1:

While the initial registered office of the Association shall be in the State of Texas, located in the county of Harris, City of Houston; all correspondence shall be addressed to the Secretary of the Corporation.

**ARTICLE IV
DISTRIBUTION OF FUNDS**

SECTION 1:

No part of the net earnings of the Corporation shall insure to the benefit of; or be distributable to its members, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to make payment and distributions in furtherance of the exempt purposes for which it was formed.

**ARTICLE V
POLITICAL ACTIVITIES**

SECTION 1:

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to carried on (a) by a Corporation exempt from Federal Income Tax under section 501 (C) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

**ARTICLE VI
AMENDMENTS**

SECTION 1:

These Bylaws may be altered, amended or repealed, by a two-thirds (2/3) majority of all current voting members present at any regular meeting or at any special called meeting if the proposed changes are published in the monthly "Locked-In" at least one (1) month prior to voting on the proposed changes.

ARTICLE VII MEETINGS

SECTION 1:

The regular meetings of this Corporation shall be held on the second Tuesday of each month. The minutes of such shall be printed in the next publication of "Locked-In" and approved or disapproved at the following general membership meeting of the Association.

SECTION 2:

Twenty-five percent (25%) of the active membership in good standing (two of whom shall include either: the President, Vice President, Secretary or Treasurer) will constitute a quorum for the transaction of business at meetings. All other business shall be handled as set forth in Article XI.

A simple majority of fifty percent (50%) plus one (1) will constitute a quorum for the transaction of business at Board meetings.

SECTION 3:

The primary purpose of conducting a meeting shall be EDUCATION of the membership.

SECTION 4:

The President may call a special meeting at his/her own discretion, and all members shall be notified before hand either in writing or by publication in "Locked-In".

SECTION 5:

Order of business for each meeting shall be as follows:

1. Meeting called to order by the President.
2. Roll call of Executive Committee.
3. Reading of the minutes of the previous meeting upon request, and approval of same as published/read.
4. Educational seminar/class/clinic
5. Secretaries report of communication(s).
6. Report of the Treasurer upon request.
7. Committee reports.
8. Unfinished business.
9. New business and applications for membership.
10. Adjournment of meeting.

**ARTICLE VIII
MEMBERSHIP AND QUALIFICATIONS
FOR MEMBERSHIP**

SECTION 1:

Seven classes of membership shall be held; they are:

1. Active or full voting member at least eighteen years of age.
(Full voting rights)
2. Apprentice or Junior member. (Full voting rights)
3. Student member. (No voting rights)
4. Associate member. (No voting rights)
5. Allied member. (No voting rights)
6. Honorary member. (No voting rights)
7. Life member. (Full voting rights)

SECTION 2:

All applications for membership shall have two (2) active member recommendations except those of Associate, Honorary or Life member.

ACTIVE MEMBER shall consist of those actually engaged in the Locksmith profession of the servicing of security devices, locks, safes, etc. An active member must have a minimum of two (2) years experience in the Locksmith profession.

All voting members of the Association must be licensed and/or registered by the Texas Department of Public Safety under the Private Security Act / Texas Occupations Code HB1702.1056 unless otherwise exempted by provisions listed in the code.

All members must maintain active license and/or registration during membership. Any member or perspective member not in compliance with the mandatory provisions set forth in the Texas Occupations Code HB1702.1056 will be given sixty (60) days to be in compliance or membership will be terminated or denied.

APPRENTICE OF JUNIOR MEMBERSHIP shall consist of those who have had six (6) months experience in the Locksmith profession, but less than two (2) years experience. They may vote and serve on committees. They must be at least eighteen (18) years of age and cannot hold office.

STUDENT MEMBERSHIP shall consist of students and trainees. After six (6) months they may advance to apprentice or junior membership.

ASSOCIATE MEMBERSHIP shall consist of Manufacturers of security devices, distributors of locks, key blanks, safes, etc. An Associate member shall not be eligible to hold office in GHLA.

ALLIED MEMBERSHIP shall consist of those actually engaged in the Locksmith profession of the servicing of security devices, locks, safes, etc. An Allied member must have a minimum of one (1) year experience in the Locksmith profession. Allied members cannot hold office, serve on committees or vote.

HONORARY MEMBERSHIPS shall consist of organizations and/or individuals directly or indirectly related to the security industry. Honorary membership shall be for a term of five (5) years (with the exception of surviving spouses), unless renewed by a majority vote of the general membership. Honorary members may not vote, hold office, or serve on committees. The surviving spouse of a GHLA member automatically becomes an Honorary member for life.

LIFE MEMBERSHIPS may be awarded by the Board to those individuals who have been regular members in good standing for at least ten (10) years and have reached the age of sixty-five (65). Life members have all rights and privileges of regular members except that they are exempt from payment of dues.

SECTION 3:

All applications must be made upon the blank forms provided for that purpose; all questions on forms must be answered in full.

SECTION 4:

All applicants for membership, with the exception of Allied and Associate must appear in person with a completed application at a regular business meeting to give a brief description of his/her qualifications and business practice. Application for membership shall be voted on at the following meeting, applicant being present. Applications shall require a majority vote of two-thirds (2/3) of the voting members in attendance at such meeting.

**ARTICLE IX
FINANCES**

SECTION 1:

Dues for membership in GHLA shall be as per the following schedule:

Honorary members and Life members: NO DUES

Associate members: SHALL BE DETERMINED BY THE MEMBERSHIP BY A MAJORITY VOTE.

All others: SHALL BE DETERMINED BY THE MEMBERSHIP BY A MAJORITY VOTE.

Membership fees for the upcoming year are due no later than the December meeting, prior to officer elections. Members who are not current may not vote, attend Association meetings or functions until their dues are paid in full to the Treasurer.

Members not having paid their dues by March 31st shall be assessed a \$20 late fee. In the case of a multi-year hiatus, a member may pay the current years dues along with the late fee and have their membership reinstated with their original member number.

SECTION 2:

No loans shall be made to any member out of Association funds.

SECTION 3:

No money shall be transferred from this Association unless in compliance with Article IV, Section 1 hereof.

SECTION 4:

No officer shall have complete access to Association funds. All checks must be signed by the Treasurer and the Secretary or President.

ARTICLE X **ELECTIONS**

SECTION 1:

The Nominating Committee shall interview prospective candidates for office and prepare a list of its recommendations for the various positions. The Nominating Committee's report shall be published in the "Locked-In" prior to the December meeting.

At the December meeting, the annual officer elections shall be held in accordance with these bylaws.

- Only current paid members shall be eligible to vote. The Secretary should be consulted for a current membership list. Members will be issued different colored slips of paper for each officer position.
- Only current paid members shall be eligible to serve on the Board.
- Nominations may be made from the floor to nominate a member that is not currently on the slate of candidates. (The Nominating Committee will need to confer to verify the nominee meets the qualifications for the position they have been nominated.)
- Prior to voting for each position the candidates, if present, shall get up and state their qualifications, experience and anything relevant to their election.
- If it has been made known to the Nominating Committee that a member is interested in a position but cannot be present at the time of elections, they may be considered for the position and elected in absentia.
- Voting will be done by secret ballot. A simple majority shall determine the winner between two candidates. If in the case of more than two candidates, a majority vote was not achieved for a particular candidate, a runoff election between the top two candidates with the highest votes shall be held. If a candidate is unopposed, voting Viva Voce (by word of mouth) shall be accepted.

ARTICLE XI GOVERNMENT

SECTION 1:

The affairs of this Association shall be managed by an Executive Board elected by the membership at the December meeting. Terms for the Board shall be one (1) year, not to exceed two (2) consecutive years per position. In the event that quorum is not established at the December meeting, elections shall be held at the next meeting where quorum is established. The Executive Board shall be charged with the following:

1. Handling affairs of the Association between each meeting.
2. Approving expenses less than one hundred fifty dollars (\$150.00).
3. Propose changes in the policy(s) of the Association.
4. Represent the Association, in a professional manner, at local, regional and state industry related functions.
5. Review proposed bylaw changes prior to dissemination to the membership.
6. Maintain the Association bylaws.
7. Maintain an Association web site.
8. Appoint qualified officers when a position becomes vacant.
9. Remove an officer from the Board for: violating our Code of Conduct, misrepresenting the Association, failure to attend three (3) consecutive meetings, failure to attend three (3) consecutive board meetings, failure to perform their duties as prescribed in these bylaws.
10. Appoint all committee members

ARTICLE XII OFFICERS

SECTION 1:

The officers of this Association shall be as follows:

1. PRESIDENT
2. VICE-PRESIDENT
3. SECRETARY
4. TREASURER
5. SERGEANT-AT-ARMS
6. PARLIAMENTARIAN
7. EDITOR

All officers shall be prescribed in Article X, Section 1 hereof and shall be elected by the membership.

SECTION 2:

The PRESIDENT shall:

1. Enforce all laws of the Association.
2. Appoint all committee chairpersons.
3. Have the deciding vote in case of a tie.
4. Be ex-officio member of all committees.
5. Actively promote an ongoing public awareness campaign regarding education of the public concerning the Locksmiths professionalism, ethics and service to the community.
6. Shall have been a member of the Association for at least three (3) years and have served as an officer of the Association for two (2) years prior to his/her election to President.

SECTION 3:

The VICE-PRESIDENT shall:

1. Assist the President in carrying out the official business of the Association.
2. Preside in the absence of the President.
3. In case of removal, resignation or death of the President, become President until after the next regular election and installation.
4. In case of removal, resignation or death of the editor, the Vice-President shall take over his/her duties until such time as the Board is able to replace him/her.
The Board shall expedite the new appointment at the earliest convenience following such vacancy.
5. Serve on the public relations committee.

SECTION 4:

The SECRETARY shall:

1. Conduct all correspondence for, and in the name of the Association, and read all communications.
2. Forward all grievances to the grievance chairman.
3. Keep a complete list of all members, card numbers, names and addresses.
4. The address of the Association for correspondence purposes shall be that of the Secretary.
5. Take charge of all properties of the Association and keep an inventory list of such.
6. Balance all dues and other monies, arising from any source for the benefit of the Association, with the Treasurer.

SECTION 5:

The TREASURER shall:

1. Present a financial summary and have available an itemized list of receipts and disbursement at each monthly meeting.
2. Keep a systematic record of all receipts and disbursements showing a balance at the end of the month.
3. Keep on file all receipted bills.
4. Keep updated papers and books to be audited by a committee at the end of each year.
5. Shall be responsible for all monies in the Association bank account and assure that all deposits are made in a timely manner.
6. Collect all monies from any chairperson, etc., and balance the receipts with same.

SECTION 6:

The SERGEANT-AT-ARMS shall:

1. Maintain order at all meetings.
2. Enforce all laws of the association.

SECTION 7:

The PARLIAMENTARIAN shall:

1. Settle all disputes of a parliamentary nature.
2. Use Roberts Rules of Order as a guide in settling such disputes.

SECTION 8:

The EDITOR shall:

1. Prepare and publish a monthly newsletter named "Locked-In".
2. Distribute the publication no later than five (5) days prior to the monthly meeting date.
3. Solicit advertisers, to be approved by Board.
4. Shall publish the minutes of meetings and Treasurer's reports in the following month's "Locked-In".

**ARTICLE XIII
COMMITTEES**

SECTION 1:

BYLAWS Committee shall consist of three (3) active members. They shall meet to review and make proposed revisions to the Bylaws as necessary.

SECTION 2:

MEMBERSHIP Committee shall consist of three (3) active members. This committee shall receive all applications for membership and conduct inquiry into the applicant's eligibility to hold membership. All findings are to be reported to the Board. Membership applications shall be presented to the membership during business meetings. A majority vote will decide the applicant's status for membership.

SECTION 3:

GRIEVANCE Committee shall consist of three (3) active members. Their duty shall be to investigate charges brought against members and to report the findings at a regular business meeting. All charges against a member must be submitted in writing and signed by the individual making the charge(s). The grievance must be accompanied by a twenty dollars (\$20.00) deposit. If the member is guilty as charged, the deposit will be returned to the individual making such charge; if the member is found non-guilty the deposit shall be deposited in the Association general fund.

SECTION 4:

NOMINATING Committee shall be appointed by the Board and shall interview prospective candidates for office, and prepare a list of its recommendations for the various elective officers. The report of the committee shall be read to the membership by its chairperson at the business meeting preceding the election meeting. If the Nomination committee chairman is unable to attend this meeting he/she shall appoint another member of the committee to make the presentation. Chairperson shall be a past President of the GHLA and committee members shall be past Board members in good standing with GHLA.

SECTION 5:

EDUCATION Committee shall consist of three (3) active members; they shall develop class activities and assist members of committees to follow through on the expedition of such.

SECTION 6:

ENTERTAINMENT Committee shall consist of three (3) active members; they shall provide information and follow through on GHLA picnic, banquet and other functions.

SECTION 7:

AUDIT Committee shall consist of three (3) active members. The committee shall review and audit the financial records of the Association annually.

**ARTICLE XIV
TED OSBORNE EDUCATION HARDSHIP FUND**

SECTION 1:

GUIDELINES

1. Person(s) applying for award shall have been a member in good standing for a minimum of one (1) year.
2. Honorary members do not qualify for this award.
3. Awards shall be limited to a maximum of one hundred dollars (\$100.00) per applicant.
4. Person(s) receiving award shall be obligated to reimburse GHLA seventy-five percent (75%) of total award at his/her convenience providing that such reimbursement be made within one (1) year following original date of award.
5. Award shall be limited to classes/seminars hosted by GHLA only.
6. Award shall be based on income and ability to pay of applicant and shall not be given to any one applicant more than one (1) time per year.
7. Award shall be restricted to educational portion of classes, lunch and/or break charge shall be sole responsibility of recipient.
8. Application for an award, must be received by the Education chairman of GHLA at least thirty (30) days prior to scheduled class for which award is to be given.
9. GHLA shall not discriminate against any applicant based on color, creed or religious preference.

SECTION 2:

Application for Ted Osborne Hardship Fund shall consist of information on member; such as name, address, membership number, date of membership, weekly income and summary of why applying for such assistance. Application shall be signed by a member verifying intent to reimburse GHLA and agreement to accept terms as defined in Section 1, Article XIII hereof.

**ARTICLE XV
ADVERTISING**

SECTION 1:

Advertising by the Greater Houston Locksmiths Association, Inc. is allowed for educational or civic events to promote member and/or consumer awareness, information and protection. Any advertising created shall cite only GHLA and the officer(s) to contact for further information but none of the members of their company therein employed.

SECTION 2:

ADVERTISING

1. The GHLA name and logo owned by The Greater Houston Locksmiths Association, Inc. may not be used in any manner without the prior consent of GHLA.
2. The use of the GHLA name and logo in member business advertisements must meet the following conditions:
 - a. Must be a member in good standing and have all current dues paid.
 - b. Must print membership number.

**ARTICLE XVI
DISSOLUTION**

SECTION 1:

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of its assets exclusively for the purpose of the Corporation in such manner, or the Corporation in such manner, or to such organizations organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (C) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law) as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the district court of Harris County, Texas, as said court shall determine, and which is organized and operated exclusively for such purpose(s).

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GREATER HOUSTON LOCKSMITH ASSOCIATION

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