

**THE CONSTITUTION AND BYLAWS
OF THE
FUQUA FAMILY CEMETERY, A NON-PROFIT
CORPORATION (AKA ERWIN CEMETERY
ASSOCIATION)**

ADOPTED AUGUST 9, 2017

Officers:

**Karen Moody
Michael Moody
Glen Fuqua
Debra Hopson
Laura Fuqua**

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PREAMBLE: Whereas, certain laws and regulations are necessary for the well-being of all associations, in order to define the purpose, maintain harmony and to fully promote the objectives for which we are associated together, we do ordain and adopt this Constitution and Bylaws, and do pledge ourselves to submit to the legally expressed will of the majority and to support our officers in the discharge of their duties.

**ARTICLE I
NAME**

The name of the organization shall be the Fuqua Family Cemetery, a non-profit Corporation (aka Erwin Cemetery Association).

**ARTICLE II
PURPOSE**

The purpose of the Association shall be to provide for the orderly determination of policy regarding the operation and maintenance of the Fuqua Family Cemetery, a non-profit Corporation (aka Erwin Cemetery Association).

**ARTICLE III
PREVIOUS RULES**

Upon adoption of this Constitution and Bylaws, all previous rules, regulations, agreements or governing policy whether written or verbal shall be declared null and void.

**ARTICLE IV
MEETINGS**

This Association shall hold annual meetings of its members on or about the first Sunday in May for the purpose of electing officers, formulating policy, and carrying out any such routine business pertaining to operation and maintenance of Fuqua Family Cemetery *following Robert's Rules of Order*. The meetings shall be held at the Roan's Prairie Community Center or the American Legion Hall in Anderson, Texas, or other neutral location approved by the board in the event of unavailability.

The Officers of the Fuqua Family Cemetery, a non-profit Corporation (aka Erwin Cemetery Association) shall hold annual meetings prior to the general meeting of its members for the purpose of reviewing the financial status, maintaining a list of association members, and carrying out any such routine business pertaining to operation and maintenance of Fuqua Family Cemetery. The

officers may call and hold additional meetings in accordance with Texas law. Meetings of the officers shall be open to the membership.

ARTICLE V OFFICERS

- 1) Officers of the Association shall consist of a five (5) member board of directors, a secretary, and a treasurer all duly elected by majority vote of the membership of the association in attendance at the annual meetings or pursuant to the Texas Non-Profit Corporations Code. All such officers must be members of the Association. All officers must be members-in-good-standing.
- 2) For the initial Board of Directors of the Association tenure will be assigned by drawing of lots upon election.
- 3) Each year at the annual meeting the tenure of the longest standing member of the board will expire and one (1) new member to the Board of Directors shall be elected. The terms will expire with the longest standing member of the board expiring first. Any vacancy on the Board of Directors shall be filled by the before mentioned election process at the next annual meeting following the occurrence of such vacancy.
- 4) The Secretary shall be elected for a term of five (5) years with a one term limit to the number of consecutive terms. The Secretary may also be member of the board.
- 5) The Treasurer shall be elected for a term of five (5) years with a one term limit to the number of consecutive terms. The Treasurer may also be a member of the board.
- 6) All actions, financial records, and minutes shall be made available to a member in good standing upon written request. A copy of all records shall be kept in the central cemetery file maintained by the secretary and / or treasurer.
- 7) Board members shall elect a chairman for the board among themselves.
- 8) No more than one member of a family unit may serve on the Board of Directors at one time, and not more than two members of a family unit may serve on the board and secretary and treasurer at one time.

ARTICLE VI MEMBERSHIP

- 1) Membership in the Association shall consist of a descendant of Ephriam Fuqua or a spouse or child of a descendant who has paid a membership fee and maintains a member-in-good-standing status. Membership fee to be determined by majority vote at annual general membership meeting.
- 2) In addition, to remain a member-in-good-standing all members must pay annual dues per family unit, due and payable each August 31 to the Treasurer. The Secretary and/or Treasurer shall mail notices to each member prior to the time these payments are due. Annual dues to be determined by majority vote at annual general membership meeting.

- 3) A membership will be forfeited after a delinquency of 5 years dues. Prior to 5 years delinquent membership dues can be brought up to date at the most recently established rate.
- 4) Any member or family unit who pays the membership fee and the annual dues will be considered a member-in-good-standing for burial plots.
- 5) Each member of the Association will be entitled to one vote during the conducting of any business of the association. A member must be a member-in-good-standing to participate in any general membership voting.
- 6) Only those members present at meetings of the Association will be entitled to vote.
- 7) Membership is not transferable or assignable.

ARTICLE VII MEMBERSHIP FEES

The membership fees are to be used for the maintenance and preservation of the Fuqua Family Cemetery, a non-profit Corporation (aka Erwin Cemetery Association). The distribution of funds must be voted on by the Board of Directors and checks must be signed by two officers, one of which must be a Board member. Immediate family members will not be allowed to co-sign checks. Fees must be reviewed annually by the Board and are subject to change. Fees are to be established by majority vote by the members-in-good-standing at the annual meeting:

<i>Fee</i>	<i>Amount</i>
Membership Fee	\$ tbd
Annual Dues	\$ tbd
Burial fee for descendant (non-member)	\$ tbd (see Article IX.No.4)

ARTICLE VIII MISCELLANEOUS

- 1) **Books and Records:** The Association shall keep correct and complete books and records of account and shall keep minutes of the proceedings of the members, and Board of Directors, and a record of the names and addresses of its members entitled to vote. A member of the Association, on written demand stating the purpose of the demand, has the right to examine and copy, in person or by agent, accountant, or attorney, at any reasonable time, for any proper purpose, the books and records of the Association relevant to that purpose, at the expense of the member.
- 2) **Financial Records and Annual Reports:** The Association shall maintain current true and accurate financial records with full and correct entries made with respect to all financial transactions of the Association, including all income and expenditures, in accordance with generally accepted accounting practices. All records, books, and annual reports (if required by law) of the financial activity of the Association shall be kept by the Association after

the closing of each fiscal year and shall be available to the members for inspection and copying there during normal business hours. The Association may charge for the reasonable expense of preparing a copy of a record or report.

ARTICLE IX SELECTION OF GRAVE SPACE

- 1) Each association member or family unit is entitled to select his own grave space.
- 2) All grave spaces selected by a member must be approved by a majority of the Board of Directors.
- 3) Association members in good standing who are direct descendants of Ephriam Fuqua will not be required to pay any additional fees for grave space regardless of the number of spaces used.
- 4) If a grave space is suddenly needed by a descendant of Ephriam Fuqua or a member of descendant's family who is not a member-in-good-standing, space will be provided upon approval by the board of directors with the understanding that the membership fee plus the annual fee for the five years prior will be paid by his survivors.

ARTICLE X ADOPTING AND AMENDING THE CONSTITUTION AND BYLAWS

- 1) A two-thirds majority vote will be required by the membership present at the annual meeting to adopt this Constitution and Bylaws.
- 2) Amendments to this Constitution and Bylaws may be made by a two-thirds majority vote of the membership in attendance at any annual meeting after its adoption, subject to paragraph 3 below.
- 3) These bylaws may not be amended or modified for a period ten years (until the 2027 annual meeting) except for the amount of fees and dues as set forth in Article VII.

DEFINITIONS OF TERMS

- 1) Member – An individual or family unit who is a descendant(s) of Ephriam Fuqua.
- 2) Family unit - A family unit consists of any of the following:
 - a) A single person
 - b) A single person plus his or her dependent children
 - c) A married couple
 - d) A married couple plus their dependent children

- 3) Grave space - A grave space shall be an area large enough for one grave. One grave space will be required for each member of a family unit.
- 4) Member-in-good-standing status – an individual or family unit who has paid the membership fee plus maintains payment of the annual fee as set by the Officers.