



By-Laws for Save RGV

October 16, 2023

NAME:

The name of the organization is Save RGV. It was incorporated in the state of Texas on August 8, 2019 as a non-profit corporation.

PURPOSE:

Save RGV is a non-profit corporation organized for educational and environmental advocacy to promote environmental justice and sustainability through addressing the causes and consequences of climate change that affect the health and well-being of the entire Rio Grande Valley community. Our methods include, but are not limited to, promoting the use and development of renewable energy, opposing polluting industries such as LNG terminals, pipelines and other fossil fuel development, monitoring and preserving wildlife habitat, protecting air quality, researching and publishing information to increase public awareness and understanding, reviewing and commenting on projects to appropriate regulatory agencies, and participating in common law or statutory based litigation to further these aims.

TYPE OF ORGANIZATION:

Save RGV is an organization of individuals who support the purpose of Save RGV and who wish to participate in any aspect of its work, i.e. conference calls, meetings, presentations, fundraising, protests, etc. Membership dues or fees are not required in order to participate.

BOARD OF DIRECTORS:

The Board of directors consists of 5, 7 or 9 individuals who serve 1 year terms. The Board will select (by majority vote) its directors from among all active supporters who wish to serve.



DUTIES:

1. Select a Secretary, a Treasurer, and other officers as it so chooses.
2. Write and approve applications for grants to further the work of the organization, and oversee any grants received.
3. Approve or terminate representation by any attorney(s) or law firm.
4. Approve organizational involvement in any new project or issue.
5. Approve expenditure or reimbursement for organization expenses of more than \$100.
6. Unless a specific director has been appointed, any director may speak for the organization.
7. Any director may be removed by majority vote of the Board.
8. Establish and maintain a public presence.
9. Convene meetings.

MEETINGS:

Board-only meetings will be held a minimum of three times a year. A simple majority of the Board will constitute a quorum. Business may be conducted electronically. Other meetings will be announced and open to all supporters. Additional (special) meetings may be called at the request of two or more directors. Special meetings may be open or closed, at the discretion of the Board. Other organization meetings may be held at any time or place, are open to the public and all supporters, and should have at least two directors in attendance.

FINANCE:

The organization shall have a bank account in its name, and this account will have one signatory, the Treasurer. The Treasurer will present at each Board meeting, or upon request from a Board Director, an itemized report of all funds deposited and spent, and the current account balance.



DISSOLUTION CLAUSE:

Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

LIMITS OF ACTIVITIES IN FURTHERANCE OF ONE OR MORE EXEMPT PURPOSES DESCRIBED IN SECTION 501(C)(3):

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes described in section 501(c)(3). 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 any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

CALENDAR:

The Board terms shall begin on January 1 and run through the following December 31. The accounting period is the fiscal year ending December 31.