

AGENDA
Board of Directors Special In-Person Meeting
Tulsa County Conservation District
September 27, 2022 – 12:00 PM
6660 S. Sheridan Rd Suite 120, Tulsa, OK 74133

Please email tulsaccd@conservation.ok.gov at least 2 hours prior to meeting to have materials emailed to you.

1. Meeting called to order
2. Roll Call
3. Public Comments:
4. Discussion of Urban Conservation Area
5. Approval of Minutes from the August 10, 2022, Regular Meeting
6. Approval of Financial Committee Report for Period Ending August 31st, 2022
7. Review of TACF Financials for Period Ending August 31st, 2022
8. Discussion and Acceptance of District Conservationist Agency Report September 2022
9. Discussion and Approval of the NRCS Farm Bill Performance Worksheet for August 2022
10. Discussion of the TCCD Monthly Activities and Outreach Report for September 2022
11. Discussion and Approval of 2023 Notice of Regularly Scheduled Meetings
12. Discussion and Approval of Michael Patton March 2022 OACD State Meeting Expenses
13. Discussion Resource Management Conference
14. Discussion and Approval of Reimbursing HBA for some RMC Expenses
15. Discussion with TACF Board of Directors
16. Guide No 6 – District Policies
17. Adjourn:

All items on this agenda, including but not limited to any agenda item concerning the adoption or approval of any resolution, contract, agreement, or any other item of business, are subject to revision or amendment, including additions and/or deletions, without exception. Any revision or amendments will be limited and rationally related to the topic of the agenda item. The Board may defer, strike, continue, table, and/or refer any agenda item to its chief administrative officer, staff, attorney, and/or refer back or appoint a committee for the purpose of gathering more information the Board may need to take action on any agenda item at a subsequent special or regular meeting of the Board.

Next regularly scheduled meeting October 12 at 1:00 PM
6660 S. Sheridan Rd., Suite 120 Tulsa, OK 74133



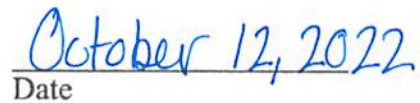
Tulsa County Conservation District
6660 S. Sheridan Road Suite 120 Tulsa, Oklahoma 74133
918-877-9566 Fax: 1-855-421-7632 E-Mail: Tulsaccd@conservation.ok.gov

STATEMENT OF APPROVAL OF MINUTES

I certify that the minutes of the meeting of the Tulsa County Conservation District Board of Directors held on **September 27, 2022** were approved as written by a vote in the **Regular Meeting** of the Board of Directors held **October 12, 2022**



Chair, Board of Directors



Date

Attest:



Minutes
Tulsa County Conservation District
6660 S. Sheridan Rd., Suite 120 Tulsa, OK 74133
Special Board Meeting

Date: September 27th, 2022

Time: 12:00 PM

Members Present: Tom Tolbert, Chairman
Jana Black, Vice Chairwoman
Julie Monnot, Member
Chrissy Parker, Member

Members Absent: Michael Patton, Treasure

Others Present: Gabrielael Parker, District Secretary
John Beasley, TACF Board Secretary

1. Meeting Called to Order:

Chairman, Tom Tolbert called the meeting to order at 12:10 PM. He noted this was a regular meeting and held in compliance with the Open Meeting Act. Title 25 of the Oklahoma Statutes, Section 301 and following, as amended. Notice of this meeting is on file with the county clerk's office. The agenda for this meeting was posted on September 23, 2022, in the front window of 6660 S. Sheridan Rd., Suite 120 Tulsa, OK 74133 and tulsaccd.org.

2. Roll Call

Tom Tolbert
Jana Black
Julie Monnot
Chrissy Parker
Gabriael Parker

3. Public Comments

None

4. Discussion of Urban Conservation Area

Tom Tolbert said we have had a few complaints about the overgrown trees on the property. Tom suggested we plan a volunteer cleanup. He also suggested we talk about what we can do as far as future events. No further action needed to be taken at this time.

Chrissy Parker Entered the Meeting at 12:28 PM

5. Approval of Minutes from the August 10, 2022, Regular Meeting

After a brief discussion, and finding no changes, Jana Black made a motion to approve the minutes from the August 10th, 2022, Regular Meeting. Julie Monnot 2nd the motion. Ayes: Julie Monnot, Jana Black, Tom Tolbert. Nays: None. The motion carries.

6. Approval of Financial Committee Report for Period Ending August 31st, 2022

Gabriel Parker said she emailed the September financials to the whole board on September 16th. Some of the board members received them and some board members received them. Tom Tolbert said he received them and did not see anything out of the ordinary. Julie Monnot made a motion to approve the Financial Committee Report for Period Ending August 31st, 2022. Jana Black 2nd the motion. Ayes: Julie Monnot, Jana Black, Tom Tolbert. Nays: None. The motion carries.

7. Review of TACF Financials for Period Ending August 31st, 2022

The board reviewed the financials for TACF for the period ending August 31st, 2022. No further action needed to be taken at this time.

8. Discussion and Acceptance of District Conservationist Agency Report September 2022

Gabriel Parker said Chris Clemmons said he would have been here, but since we had to reschedule this meeting, he had a prior engagement. The board decided to table this until the next board meeting. Not further action needed to be taken at this time.

Chrissy Parker Exited the Meeting at 12:34 PM

9. Discussion and Approval of the NRCS Farm Bill Performance Worksheet for August 2022

After a brief discussion, Jana Black made a motion to approve the NRCS Farm Bill Performance Worksheet August 2022. Julie Monnot 2nd the motion. Ayes: Julie Monnot, Jana Black, Tom Tolbert. Nays: None. The motion carries.

10. Discussion of the TCCD Monthly Activities and Outreach Report for September 2022

September Meetings:

09/06/2022	RMC Planning Meeting
09/07/2022	MCCD Board Meeting
09/07/2022	Monarch's on the Mountain Meeting
09/12/2022	RMC Planning Meeting
09/12/2022	Monarch's on the Mountain Meeting
09/21/2022	TCCD Board Meeting
09/22/2022	Crow Creek Committee Meeting

In Mays Office

09/07/2022 09/08/2022
 09/23/2022

Special Events:

09/14/2022 2022 Resource Management Conference
 09/17/2022 Monarch's on the Mountain
 09/26/2022 Prescribed Burn Workshop in Tahlequah, OK
 09/28 – 09/28/2022 Conservation Planning Training in Stillwater, OK
 09/30/2022 Broken Arrow Rose Festival

Holidays:

09/05/2022 **Labor Day – Office Closed**

October Meetings:

10/05/2022 MCCD Board Meeting
 10/12/2022 TCCD Board Meeting (Need to Reschedule)
 09/19/2022 Prescribed Burn Workshop in Tahlequah, OK

October Events:

10/01/2022 Broken Arrow Rose Festival
 10/25/2022 Mayes County Outreach Meeting

In Mayes Office

10/04/2022 10/05/2022
 10/24/2022 10/25/2022

Gabriel Parker went over the outreach events and meetings for September. She said September had been an extremely busy month. We had several RMC meetings for the RMC on the 14th. Right after the RMC, she prepped for Monarch's on the Mountain. We had a great turnout. She said Marci estimated between 1500 and 2000 people stop by. It was a bit toasty. Gabriel said she would be attending a conservation planning training session in Stillwater starting the 28th. She was excited about that. Since we have an agenda item related to the Resource Management Conference, she would wait to discuss it then. Gabriel said when life calms down a little, she plans to be in Mayes at least two days a week, but that has not been happening with any regularity. The Crow Creek Community Planning Meetings have been scheduled for every fourth Thursday of the month. We have a few events for the meadow scheduled for October. She will have a Yard-by-Yard table set up for the Keep BA Beautiful Rose Festival from the 30th through October 1st. Cheryl Cheadle will set up on the 30th and Gabriel will attend and breakdown on the 1st. She thought it was the first Rose Festival, but she could not say with certainty. No further action needed to be taken at this time.

11. Discussion and Approval of 2023 Notice of Regularly Scheduled Meetings

Gabriel Parker said we need to set our 2023 meeting schedule, but she wanted to have Chrissy Parker here to discuss it. She told her that her planning period had changed, and it was only an hour. The board said they would table this item until the next meeting. No further action needed to be taken at this time.

12. Discussion and Approval of Michael Patton March 2022 OACD State Meeting Expenses

After a brief discussion, Jana Black made a motion to approve the 2022 OACD State Meeting Expense reimbursement for Michael Patton. Julie Monnot 2nd the motion. Ayes: Julie Monnot, Jana Black, Tom Tolbert. Nays: None. The motion carries.

13. Discussion Resource Management Conference

Tom Tolbert said he received a lot of great comments from the Resource Management Conference. He thought we had some good feedback. Many of the vendors said this was a very well organized and executed conference. Many said they would love to participate in the next one.

Gabriel Parker said the conference brought in approximately \$9000.00 give or take a few. She had not had a lot of time to run through the numbers, but she was very happy with the way the event went. Tom Tolbert said he would like to start planning for another one in the spring. He also said he would like to get someone to help Gabriel with the registration. Gabriel said registration never goes according to plan, but it went as well as expected. She said from the initial numbers, we had just over one hundred people attending. When she has a little more time, she will get the final head count and send it to everyone. No further action needed to be taken at this time.

14. Discussion and Approval of Reimbursing HBA for some RMC Expenses

Julie Monnot said she thought we should do something in return for the HBA. Michael Patton suggested we give them a \$500 sponsorship for one of their future events. It would be something we can do to show our appreciation for everything they did for us. The HBA gave us water, sodas, and snacks during our meetings. Not to mention all the time Stacey Bales put into helping organize before and during the event. Julie said that sponsorship would help get our name out there to other companies.

Gabriel Parker said she would still like to replenish some of HBA's drinks supply. She did not know how much we used, but she thought it was the right thing to do. Julie said we also needed to do something special for Stacey because she did a lot. Yeah. She thought a gift card to her favorite restaurant or similar. Julie asked Gabriel if she thought we should do a \$500.00 sponsorship, reimbursement for the drinks and something for Stacey. Gabriel thought the RMC Planning committee members could pitch in to get something for \$200 for Stacey. Tom said it was the district who benefited from the event. The committee did benefit by being able to talk about permit enforcement from a city

perspective, but it was a fundraiser for the district. Both Julie and Tom said they thought it should come from district funds. Gabriel said right now she would like to reimburse them for the drinks. Julie said it was two cases of soda and a couple cases of water. We are suggesting \$500 for sponsor, \$100 for drinks and \$200 for Stacey. Julie pointed out that it is about 10% of all precedes, which is fair. Julie Monnot made a motion to approve giving the Home Builders Association a \$500 sponsorship for a future event, \$100 reimbursement for drinks supplied during the RMC and a \$200 gift to Stacey Bales, sponsor. Jana Black 2nd the motion. Ayes: Julie Monnot, Jana Black, Tom Tolbert. Nays: None. The motion carries.

15. Discussion of TACF Board of Directors

Tom Tolbert asked John Beasley how many people still wanted to be on the foundation board. John said he did not know. Dana Hamersley has been the chair of the foundation board for more than four years. Tom said Dana had not contacted anyone about remaining on the board or convening a meeting in the last three years. John said that would be conduct detrimental to the interests of the foundation. Gabriel Parker said the last time the foundation had a board meeting was August of 2018. John said we know she was the president or the chair at some point and her term had expired. Gabriel asked if the foundation board members had term limits. John said yes they do. Each member has a two-year term and can serve two consecutive terms in the position. Her term as the chair would have expired in 2020.

John said we had actively heard from Zach Kilburn and himself, but no one else. So, we need more people. There can be up to two members from the district board that can serve on the foundation board. Jana Black said, Michael told us that no one from the district board should be on the foundation board. He said the IRS does not recommend it, but it's not illegal. John said to restructure the board, we must have a meeting with a quorum. Gabriel asked if all the board members resign, how do we get a quorum?

Jana said she had two people that would be interested. Katie Plohocky and Brian Cross. Tom said he also had someone in mind. John said that there would be four including him and up to seven. Gabriel said seven is the maximum the foundation can have under current by-laws. Julie Monnot said she thought there should be at least one member from the district board on the foundation board. That is how the M.e.t's board works. It is mandated in the By-Laws. That person is the liaison between the two boards. John said, currently, Gabriel is the liaison between the two. Jana asked if we could establish an advisory board whose members could not vote, but could advise. John said that could happen after we reestablish the regular board.

Gabriel said, according to the By-Laws, Scott VanLoo's term had expired. John said, according to the by-laws, everybody's term had expired, including mine. Gabriel asked how a new board is formed when there are no current members. John pointed out that all

members are either selected or approved by the existing board, but there are no existing board members. John pointed to section 9.3 of the By-Laws. 9.3. If you're not familiar with. It states that upon the dissolution of the foundation board, all monies will be returned to the Tulsa County Conservation District. Gabrielael said she did not think we wanted to dissolve the board. The rest of the district board said they did not.

Tom asked John if he would be willing to help reestablish the foundation board of directors. John asked him who else was going to be able to do it. Tom said he would make a motion to appoint John as chair to help reestablish the foundation board, or interim chair. Assuming he would be willing. Tom said if we appointed John Interim Chair, he could get some people together and let them know their terms have expired. Jana said if we could temporarily appoint two TCCD as well as Zach, that would give us four for a quorum. After we get a quorum and new board members are approved, we could then, resign from that board. Then, John could resign if he desired. Everyone could bring their interested volunteers and that would give us a meeting to figure things out.

Tom asked everyone if they were good with that plan. Everyone said they were. Tom said we needed to make a motion. Jana Black made a motion to appoint John Beasley as Interim Chair of the Tulsa Area Conservation Foundation for the purposes of reestablishing the board. Notifying all board members, with expired terms, by mail of that the board is being restructured and to thank them for their service with the TACF. 2nd the motion. Ayes: Julie Monnot, Jana Black, Tom Tolbert. Nays: None. The motion carries.

16. Guide No 6 - District Policies

The board reviewed Guide No 6 – District Policies. No further action needed to be taken at this time.

17. Adjourn:

Julie Monnot made a motion to move adjourn the meeting. Jana Black 2nd the motion. Ayes: Julie Monnot, Jana Black, Tom Tolbert. Nays: None. The motion carries
Adjourned at 1:29 PM

All items on this agenda, including but not limited to any agenda item concerning the adoption or approval of any resolution, contract, agreement, or any other item of business, are subject to revision or amendment, including additions and/or deletions, without exception. Any revision or amendments will be limited and rationally related to the topic of the agenda item. The Board may defer, strike, continue, table, and/or refer any agenda item to its chief administrative officer, staff, attorney, and/or refer or appoint a committee for the purpose of gathering more information the Board may need to take action on any agenda item at a subsequent special or regular meetings of the Board.

Next regularly scheduled meeting is 1:00 PM on Wednesday October 12, 2022, located in the conference room at 6660 S. Sheridan Rd. Suite 120 Tulsa, OK 74133

10:19 AM
09/15/22
Accrual Basis

Tulsa County Conservasion District
Profit & Loss
August 2022

	<u>Aug 22</u>
Income	
Administrative Income	200.00
Interest Income	0.05
OCC General Exp Reimbursements	881.89
OCC Salary Reimbursements	<u>6,907.86</u>
Total Income	7,989.80
Expense	
Administrative Expense	139.83
Cost-Share Payments	6,500.00
Employee Benefits	367.03
Outreach Programs	190.43
Payroll Tax	<u>117.00</u>
Total Expense	<u>7,314.29</u>
Net Income	<u><u>675.51</u></u>

10:21 AM
09/15/22
Accrual Basis

Tulsa County Conservastion District
Profit & Loss
July through August 2022

	<u>Jul - Aug 22</u>
Income	
Administrative Income	200.00
Interest Income	0.15
OCC Cost-Share Reimbursements	6,500.00
OCC General Exp Reimbursements	881.89
OCC Salary Reimbursements	<u>6,907.86</u>
Total Income	14,489.90
Expense	
Administrative Expense	203.34
Cost-Share Payments	6,500.00
Employee Benefits	721.04
Outreach Programs	290.43
Payroll	1,841.48
Payroll Tax	1,050.09
Travel	<u>237.63</u>
Total Expense	<u>10,844.01</u>
Net Income	<u><u>3,645.89</u></u>



P O BOX 1670
LOWELL AR 72745

Statement Ending 08/31/2022

TULSA AREA CONSERVATION


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Customer Number.

ADDRESS SERVICE REQUESTED

TULSA AREA CONSERVATION FOUNDATION
6660 S SHERIDAN RD
TULSA OK 74133-1730

Managing Your Accounts

-  24-HOUR ACCOUNT INFO LINE (800) 601-8655
-  CUSTOMER SERVICE (866) 952-9523
-  MAILING ADDRESS PO BOX 799 LOWELL AR 72745
-  WEBSITE www.arvest.com

Summary of Accounts

Account Type	Account Number	Ending Balance
BUSINESS MONEY MARKET		\$7,396.78
Total Current Value		\$7,396.78

BUSINESS MONEY MARKET

Account Summary

Date	Description	Amount
08/01/2022	Beginning Balance	\$7,396.56
	1 Credit(s) This Period	\$0.22
	0 Debit(s) This Period	\$0.00
08/31/2022	Ending Balance	\$7,396.78

Interest Summary

Description	Amount
Annual Percentage Yield Earned	0.00%
Interest Days	0
Interest Earned	\$0.00
Interest Paid This Period	\$0.22
Interest Paid Year-to-Date	\$1.16
Interest Withheld Year-to-Date	\$0.00

DORMANCY: A MONTHLY FEE WILL BEGIN IF NO ACTIVITY FOR 24 MONTHS.

Other Credits

Date	Description	Amount
08/31/2022	INTEREST PMT	\$0.22

Daily Balances

Date	Amount	Date	Amount
07/31/2022	\$7,396.56	08/31/2022	\$7,396.78



P O BOX 1670
LOWELL AR 72745

Statement Ending 08/31/2022

TULSA AREA CONSERVATION

Page 1 of 2

Customer Number


ADDRESS SERVICE REQUESTED

TULSA AREA CONSERVATION FOUNDATION
6660 S SHERIDAN RD
TULSA OK 74133-1730

Managing Your Accounts

 24-HOUR
ACCOUNT INFO (800) 601-8655
LINE

 CUSTOMER
SERVICE (866) 952-9523

 MAILING
ADDRESS PO BOX 799
LOWELL AR 72745

 WEBSITE www.arvest.com

Summary of Accounts

Account Type	Account Number	Ending Balance
NON-PROFIT INTEREST CHECKING		\$52.03
Total Current Value		\$52.03

NON-PROFIT INTEREST CHECKING

Account Summary

Date	Description	Amount
08/01/2022	Beginning Balance	\$52.03
	0 Credit(s) This Period	\$0.00
	0 Debit(s) This Period	\$0.00
08/31/2022	Ending Balance	\$52.03

DORMANCY: A MONTHLY FEE WILL BEGIN IF NO ACTIVITY FOR 12 MONTHS.

Daily Balances

Date	Amount
07/31/2022	\$52.03



United States Department of Agriculture

TULSA COUNTY BOARD MEETING 09/21/2022

LOCAL LED PROCESS

Gary O'Neill the state conservationist has retired. Brandon Bishop is acting SC for the next month.

Visit from the NRCS Chief

Two CSP Contracts

Zero FSA-Conservation Reserve Program Contracts

CSP Payments coming up next month

CSP Renewals coming up

NRCS participated in a ZOOM meeting hosted by Arnetta Cotton to discuss USDA programs.

TCCD Monthly Outreach and Activities Report September 2022



September Meetings:

09/06/2022	RMC Planning Meeting
09/07/2022	MCCD Board Meeting
09/07/2022	Monarch's on the Mountain Meeting
09/12/2022	RMC Planning Meeting
09/12/2022	Monarch's on the Mountain Meeting
09/21/2022	TCCD Board Meeting
09/22/2022	Crow Creek Committee Meeting
09/27/2022	Fred Creek Monitoring

In Mayes Office

09/07/2022	09/08/2022
09/23/2022	

Special Events:

09/14/2022	2022 Resource Management Conference
09/17/2022	Monarch's on the Mountain
09/26/2022	Prescribed Burn Workshop in Tahlequah, OK
09/28 – 09/28/2022	Conservation Planning Training in Stillwater, OK
09/30/2022	Broken Arrow Rose Festival

Holidays:

09/05/2022	Labor Day – Office Closed
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October Meetings:

10/05/2022	MCCD Board Meeting
10/12/2022	TCCD Board Meeting (Need to Reschedule)
09/12/2022	Monarch's on the Mountain Meeting
09/19/2022	Prescribed Burn Workshop in Tahlequah, OK

October Events:

10/01/2022	Broken Arrow Rose Festival
10/25/2022	Mayes County Outreach Meeting

In Mayes Office

10/04/2022	10/05/2022
10/24/2022	10/25/2022

Deadlines:

Work Duties Performed:

❖ Answer Calls	❖ CARE Champion Event Planning
❖ Email Correspondences	❖ Teleconference Meetings
❖ Bill Pay/Financials	❖ MCCD Financials/RCB Bank
❖ TCCD/MCCD File Organization	❖ Check/Paperwork Signatures
❖ TCCD/MCCD Office Mail	❖ M/TCCD Cost Share Program 24
❖ Office Scanning	❖ RMC Planning Activities
❖ Office Shredding	❖ Outreach Events Planning
❖ TCCD/MCCD Meeting Minutes	❖ Litter Rental Activities
❖ TCCD Payroll/Taxes	❖ OCC Monthly Training
❖ CARE Project Activities	❖ Blue Thumb Monitoring Activities

**NOTICE OF SCHEDULE OF REGULAR MEETINGS
FOR CALENDAR YEAR 2023**

In accordance with the Oklahoma Open Meeting Law, Title 25 of the Oklahoma Statutes, Sections 301 and following as amended, the Tulsa County Conservation District Board of Directors, a governmental subdivision and public body of the State of Oklahoma, with offices located at 6660 S. Sheridan Rd., Suite 120 Tulsa, OK 74133 files with the County Clerk of Tulsa County County, Oklahoma, this schedule of meetings for the above calendar year.

MEETING DATE	TIME	PLACE
January 11, 2023	1:00 PM	6660 S. Sheridan Rd., Suite 120 Tulsa, OK 74133
February 8, 2023	1:00 PM	6660 S. Sheridan Rd., Suite 120 Tulsa, OK 74133
March 15, 2023	1:00 PM	6660 S. Sheridan Rd., Suite 120 Tulsa, OK 74133
April 12, 2023	1:00 PM	6660 S. Sheridan Rd., Suite 120 Tulsa, OK 74133
May 10, 2023	1:00 PM	6660 S. Sheridan Rd., Suite 120 Tulsa, OK 74133
June 14, 2023	1:00 PM	6660 S. Sheridan Rd., Suite 120 Tulsa, OK 74133
July 12, 2023	1:00 PM	6660 S. Sheridan Rd., Suite 120 Tulsa, OK 74133
August 9, 2023	1:00 PM	6660 S. Sheridan Rd., Suite 120 Tulsa, OK 74133
September 13, 2023	1:00 PM	6660 S. Sheridan Rd., Suite 120 Tulsa, OK 74133
October 11, 2023	1:00 PM	6660 S. Sheridan Rd., Suite 120 Tulsa, OK 74133
November 8, 2023	1:00 PM	6660 S. Sheridan Rd., Suite 120 Tulsa, OK 74133
December 13, 2023	1:00 PM	6660 S. Sheridan Rd., Suite 120 Tulsa, OK 74133

Name of person reporting dates: Gabriel Parker
(Print or Type)

Signature GABRIEL PARKER (Affiliate) Digitally signed by GABRIEL PARKER (Affiliate) Date: 2022.08.15 16:38:53 -05'00'

Title District Manager Date 8/12/2022

**COUNTY CLERK STAMPED COPY
DUE IN OCC OFFICE BY DECEMBER 15 OF EACH YEAR**

-Tulsa Area Conservation Foundation By-Laws - July 2014

Article One – Purpose

The purpose of the Tulsa Area Conservation Foundation, also referred to as TACF or Foundation, is to provide educational, financial & technical support to the Tulsa County Conservation District, also referred to as TCCD. The TACF will serve as the tax-exempt foundation on behalf of the TCCD, and work with TCCD Board and staff to help promote conservation in the Tulsa area.

Article Two – Members

- 2.1** Anyone in the Tulsa area that supports conservation education and is approved for membership by a majority vote of the TACF Board of Directors shall be deemed a TACF member.
- 2.2** Any TACF member may be removed from the Foundation by the affirmative vote of the majority of the TACF Board for either missing three consecutive regular TACF Board meetings or for conduct detrimental to the interests of the Foundation. Any such member proposed to be removed shall be entitled to at least ten (10) days notice in writing by mail prior to the meeting at which such removal is to be voted upon and shall be entitled to appear before the TACF Board and be heard at such meeting.
- 2.3** Membership of the TACF shall consist of members of the TACF Board of Directors, non-voting members and Honorary Members. The Foundation will have no other types of membership. All TACF members shall be either Board of Directors Officers or At-Large members of the Board of Directors as defined in Article Four.

Article Three – Meetings

- 3.1** There shall be a TACF Board meeting held at least four times a year (quarterly).
- 3.2** All TACF Board meetings shall be held for the purposes of conducting Foundation business in accordance with the TACF By-Laws.
- 3.3** TACF Board members shall be notified at least ten (10) days in advance of every meeting unless a meeting is scheduled less than 10 days in advance, upon which all TACF Board members will be notified as soon as possible after the time of scheduling .
- 3.4** Meetings of the TACF Board of Directors shall be called as needed by the TACF Board Chair or by a majority of the TACF Board.

Article Four – Board of Directors

- 4.1 The TACF Board of Directors shall consist of the four officers and up to three (3) At-Large Directors.
- 4.2 The Board of Directors shall supervise the affairs and conduct the business of the Foundation to accomplish the goals specified in Article One of the Foundation By-Laws.
- 4.3 A quorum of the Board of Directors shall be a simple majority.
- 4.4 The Board of Directors may authorize such Committees to carry on the functions and to achieve the purposes of the Foundation as it may desire and may provide their appointment, functions and duties as members.
- 4.5 TCCD paid staff are ineligible to serve on the TACF Board during their term or employment. The TCCD District Manager or a TCCD Board member shall act as the liaison between the TACF and the TCCD Board of Directors.
- 4.6 Up to two TCCD Board members are eligible to concurrently serve as TACF Board members.
- 4.7 The TACF Board may, on a case-by-case basis and by a simple majority vote, approve of the designation of an active Board Member to inactive status, or approve of a new person to become an Honorary TACF Board Member in a non-voting capacity.

Article Five – Election & Term of Board Members & Officers

- 5.1 The TACF Board Officers shall consist of the Chair, Vice-Chair, Secretary and Treasurer.
- 5.2 All Officers and At-Large Board Members shall be elected by the TACF Board of Directors during a TACF Board meeting, and installation shall begin at the next meeting of the TACF Board.
- 5.3 The term for each TACF Board Officer position is two years each, with the ability to serve two consecutive terms in each position by a simple majority vote of the TACF Board.

Article Six – Duties of TACF Board Officers

- 6.1 The Chair shall preside over all meetings of the Foundation and its Board of Directors.
- 6.2 The Vice-Chair, in the absence of the Chair, shall preside at all meetings of the Foundation and Board of Directors. In the absence of the Chair and Vice-Chair, the Secretary shall preside at the meeting of the Foundation and Board of Directors. The Vice-Chair and Secretary shall also perform such other duties as usually pertain to those officers or as may be assigned to them by the Chair or the Board of Directors.

6.3 The Treasurer shall present all pertinent financial information at the TACF Board of Directors meetings. Financials shall also be shared with the TCCD Board of Directors upon request.

6.4 The Secretary shall ensure that agendas and minutes of all TACF Board meetings are properly prepared and distributed to TACF Board members and TCCD Board members upon request. Minutes of the TACF Board meetings shall be on file at the TCCD office per the Foundation Secretary.

Article Seven – Voting

Votes may be made during the TACF Board meetings or by proxy with at least one day's advanced notice to either the TACF Board or the TCCD District Manager prior to the Foundation Board Meeting for those unable to attend in person. Special votes, when needed, are also allowable by proxy as deemed appropriate by the TACF Board Chair or majority of Board Officers.

Article Eight – Amendments

8.1 All proposed amendments to these Foundation By-Laws shall be approved by a simple majority vote of the TACF Board. Following approval, the proposed amendments will be submitted to the TCCD Board of Directors for review.

8.2 All amendments to the Foundation By-Laws shall be approved by the TCCD Board of Directors and shall become effective immediately following the approval by the TCCD Board.

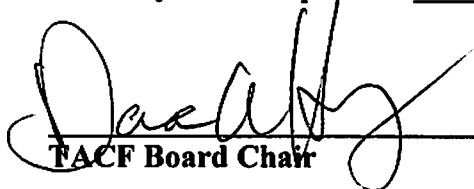
Article Nine – Foundation Policies

9.1 The Foundation and its members will, at all times, abide by and be governed and controlled by the By-Laws and Policies of the TACF now in force or hereafter from time to time adopted, insofar as any provision of such By-Laws and Policies may be applicable.

9.2 An audit or other type of financial review will be performed periodically by an independent third party when authorized by a majority vote of the TACF Board to ensure compliance with all financial and tax laws and rules. The results of all audits and financial reviews will be shared with the TCCD District Board upon final acceptance by the TACF Board.

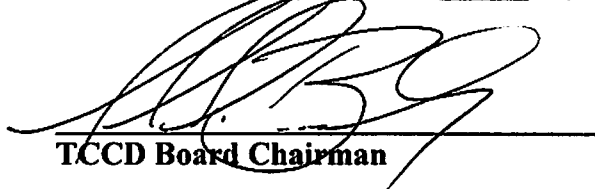
9.3 Upon the dissolution of this Foundation, all assets and remaining funds in TACF bank accounts shall be donated to the TCCD Board of Directors for distribution and use at the discretion of the TCCD Board as allowed by their authority. Any assets or funds not accepted by the TCCD Board shall be given to other local nonprofits with a similar mission to the Foundation.

TACF By-Laws adopted this 7 day of July, 2014.


TACF Board Chair


TACF Board Secretary

TACF By-Laws approved this 17 day of July, 2014.


TCCD Board Chairman


TCCD District Secretary