



Military Order of the Stars and Bars – Texas Society

Constitution

As adopted in Convention at Hillsboro, Texas, June 7, 1986
and as amended in Convention at Camp Allen, Texas, June 24, 2000
and as amended in Convention at Fort Worth, Texas, April 25, 2009
and as amended in Convention at Huntsville, Texas, March 27, 2010
and as amended in Convention at Tyler, Texas, April 27, 2013,
and as amended in Convention at Kerrville, Texas, April 30, 2016
and as amended in Convention at College Station, Texas, August 15, 2020.

P R E A M B L E

The War Between the States produced some of the most outstanding civil and military leaders in the history of mankind. To perpetuate the idealism that animated the Confederate cause and to honor the courage, devotion, and endurance of those who dedicated their lives and services during four years of devastating war, and who, throughout the dreadful decade of reconstruction, labored heroically for the restoration of self-government as the most precious heritage of the American Revolution, male descendants of the officers who honorably served in the Army, Navy, and other commands of the Confederate States of America and male descendants of elected and appointed officials of the Confederate executive and legislative branches of government unite to establish the MILITARY ORDER OF THE STARS AND BARS, a patriotic Society.

ARTICLE I – NAME

Section 1. The name of this organization shall be the Military Order of the Stars and Bars – Texas Society, hereinafter referred to as the Texas Society.

Section 2. The Texas Society is incorporated under the laws of the State of Texas and is designated a 501(c)3 nonprofit organization by the Internal Revenue Service. Additionally, the Military Order of the Stars and Bars – Texas Society is a qualified tax-exempt corporation designated by the State of Texas.

ARTICLE II – PURPOSE AND PRINCIPLES

Section 1. The Texas Society shall be literary, historical, benevolent, patriotic, educational, and non-political. It shall strive:

- a. To cultivate the ties of friendship among descendants of those who shared the responsibilities of Southern leadership in the War Between the States.
- b. To provide leadership in the collecting and assembling of data, documents, and material relating to the Confederacy. However, the organization should also preserve the history of the colonial and federal periods of our history since the antecedents of the War Between the States are to be found in these periods.
- c. To provide for future generations of the descendants of Confederate officers and civilian officials in the executive and legislative branches of government an organization to commemorate and honor the leadership of their forefathers.
- d. To consecrate in our hearts the flag of the Southern Confederacy, not as a political symbol, but an emblem of a heroic epoch for which our forefathers fought and died.
- e. To maintain a united front against doctrines subversive to the fundamental principles set forth in the Bill of Rights which, as a part of the federal constitution, guarantees freedom of speech and of the press, together with all other rights and privileges therein provided for the protection of political minorities and of individual citizens.
- f. To encourage and support true loyalty to the Constitution of the United States of America.

ARTICLE III – MEMBERSHIP AND ELIGIBILITY

Section 1. Membership in the Texas Society shall be restricted to the male lineal or collateral descendants of Commissioned Officers of the armed forces of the Confederacy or elected or appointed officials* of the Confederate executive or legislative branch of civil government. All members must be of good character and have attained the age of twelve (12) years.

*In Texas, “officials” shall include any members of the Texas Rangers who were appointed by Confederate officials and/or who served during the Confederacy.

ARTICLE IV – SOCIETY OFFICERS AND EXECUTIVE COUNCIL

All elected and appointed officers and Executive Council members shall be a current member in good standing in their Chapter, Texas Society, and General MOS&B.

Section 1. Elected Officers.

The elected officers of this Society shall be a Commander and a Lieutenant Commander.

- a. The Commander and the Lieutenant Commander shall be elected in odd-numbered years at the Texas Society Convention.
- b. Elected and appointed Officers and Committee Chairs shall be elected and appointed in odd-numbered years at the Texas Society Convention and serve a two-year term or until their successors are elected or appointed. The Commander may serve a maximum of two (2) two-year full terms. Other Officers and Chairs have no term limits.
- c. Nominations for the elected office of Commander and Lieutenant Commander will be made from the floor. Nominees must be present to affirm they are willing to serve. Vote will be called immediately after nominations have been declared closed.

In case of multiple nominees for an office, the nominee receiving a majority of those delegates votes cast will be elected. If no one receives a majority of the votes cast, the two candidates with the highest vote totals

will have a runoff. The person receiving the majority of votes cast will be declared the winner.

- d. For the election of the Commander and Lieutenant Commander, and in all questions to the Society Convention, the Chair shall first put the question for a voice vote. If the voice vote is not unanimous or is in question, the chapters shall be called in order, the number of votes each is entitled to announced by the Chair of the Credentials Committee and the vote on the question provided by the chairman of each delegation. The Chairman of the Delegation may report the vote by various means, including orally or by secret ballot, at the discretion of the Chairman of the Convention.
- e. Chapters shall be represented at the annual Society Convention by delegates chosen by the Chapter membership. Each Chapter shall be granted one delegate for every three (3) active members or two-thirds (2/3) fraction thereof in good standing in the Chapter, provided however, that every Chapter in good standing shall be entitled to at least two (2) delegates.
- f. Each chapter in roll call or ballot voting shall be entitled to cast the number of votes equal to the number of delegates to which it is entitled. If only one delegate is present, that delegate shall be entitled to cast the total number of votes to which his chapter is entitled.
- g. A Credentials Committee consisting of the Texas Society Adjutant and two (2) members whom he shall appoint thirty (30) days prior to each Texas Society Convention. The Committee will assign the number of votes allowed for each Chapter based on the current count of the members in each Chapter. Only delegates with proper written credentials may be entitled to cast his chapter's votes. For the process of assigning delegates, the Adjutant shall close all rosters thirty (30) days before the opening of the Texas Society Convention. No transfers will be allowed within sixty (60) days of the opening of the Texas Society Convention. Transfer requests within sixty (60) days will be held by the Adjutant and processed after the close of the convention.
- h. The Commander shall appoint officers as needed and may remove the same. They shall serve for the duration of the Commander's term or until removed.

Section 2. Appointed Officers.

The appointed officers of the Society shall be the following: Adjutant, Chief of Staff, Parliamentarian, Historian, Chaplain, Inspector General, Quartermaster, and such other officers as the Commander may deem necessary to carry out the work of the Society.

Section 3. Texas Society Executive Council.

- a. The Commander, the Lieutenant Commander, the Chief of Staff, the Adjutant, the immediate two Past Commanders, and one elected Representative from each chapter shall constitute the Texas Society Executive Council and be entitled to one vote each.
- b. The Parliamentarian shall be a member of the Executive Council, but will serve in an advisory role, have no vote, and not count toward the quorum.
- c. The Quorum shall be three (3) members which must include one (1) current elected officer and one (1) current appointed officer. A Parliamentarian must be present but does not count towards the quorum. If the appointed Texas Society Parliamentarian is not able to attend the Executive Council meeting, the Commander shall appoint a temporary Parliamentarian to serve for that meeting only.
- d. The members may vote by electronic means, such as email, video conference, etc., at the discretion of the Commander.
- e. The term of office of all members of the Texas Society Executive Council shall commence immediately upon adjournment of the last business session of the Texas Society Convention at which they are elected to office, provided that the retiring members shall remain in command until every function of the Texas Society Convention at which their terms expire is discharged.

Section 4. Honorary Commander.

The Society in convention assembled may elect Honorary Commanders from among those who have rendered distinguished and notable service to the Texas Society. No Past Commanders shall be elected as Honorary Commanders. The Honorary Commander shall not qualify as a member of the Texas Society Executive Council.

ARTICLE V – ORGANIZATION

Section 1. Annual Convention.

The Texas Society shall hold annually a convention of the Chapters comprising the Society.

Section 2. Quorum.

Twenty-five (25) percent of the active Texas Society Chapters must be represented to constitute a quorum for the Texas Society Convention.

The State convention shall elect a Society Commander and a Lieutenant Commander to serve for the period of two years. Additional officers may be elected or appointed by the Society Commander as desired. The elected officers, in addition to meeting the membership requirements in Article III, Section 1, must not belong to any group that advocates or accepts members who advocate racism and/or white supremacist principles or ideas.

Section 3. The Texas Society shall have power to adopt rules and regulations for its own government, which shall not conflict with the Constitution and Bylaws of the General Society.

ARTICLE VI – MEETINGS

Section 1. Legislative Body.

The Legislative Body of the Texas Society shall be the State Convention to be held annually at a time and place to be fixed by the preceding Society Convention or by the Society Commander.

Section 2. Convention Notice.

Notice of every State Convention shall be given at least thirty (30) days prior to the date for it to convene.

Section 3. Convention Rules.

At the beginning of the State Convention, if he believes it to the benefit of the Society, the Society Commander may recommend to the members present and voting “Convention Rules” to be followed at the Convention. These “Convention

Rules” shall be adopted by a simple majority of the members present and voting. These “Rules” will apply only to the Convention in which they are adopted.

Section 4. Attendance.

Attendance in the business sessions of the State Convention is restricted to dues paying members in good standing of the Texas Society. The Society Commander, the Executive Council by a simple majority, or by two-thirds vote of the members present and voting, may invite a non-member of the Society to attend any meeting conducted by the Society during its State Convention.

ARTICLE VII – DUES

Section 1. Revenue.

The revenue of the Texas Society shall be derived from dues and from such other sources as may be approved by the Texas Society.

Section 2. Dues.

The annual dues and life membership fees in the Texas Society shall be set by the Society Executive Council, subject to the will of the State Convention.

ARTICLE VIII – HEADQUARTERS

Section 1. Headquarters.

The Headquarters of the Texas Society shall be in the same location as that of the current Society Commander.

Section 2. Archives.

The official archives and records of the Society shall be kept at Society Headquarters and may be open to the use and inspection of any member at all reasonable times.

ARTICLE IX – RESIGNATIONS

Section 1. Resignations from the Texas Society shall be submitted in writing to the Society Adjutant with a duplicate copy sent to the State Society Commander and to the Chapter Commander.

Section 2. A member who shall have resigned may, upon written application to the Society postmarked not less than 30-days prior to the Annual Convention, be restored to membership by two-thirds of the members present and voting at a Society Convention.

ARTICLE X – FORFEITURE OF MEMBERSHIP AND RECALL OF TEXAS SOCIETY OFFICERS

Section 1. Any member may be expelled or suspended from the Texas Society for cause, such cause being deemed sufficient by the Society Executive Council by a three-fourths (3/4) affirmative vote of the members of the Executive Council present at any regular or special meeting. Cause for disciplinary action shall include, but not be limited to: (a) disloyalty; (b) neglect of duty; (c) dishonesty; (d) conduct unbecoming a member of the Military Order of the Stars and Bars – Texas Society; (e) an act repugnant to the Constitution of the Military Order of the Stars and Bars – Texas Society or detrimental to the goals and objectives of the Texas Society.

Section 2. No vote on suspension or expulsion shall be taken unless at least thirty (30) calendar days' notice shall have been given the member. All charges shall be stated in writing along with the time and place of the meeting of the Society Executive Council at which the charges shall be considered. The notice shall be transmitted to the member by registered mail.

Section 3. The member facing the charges shall be accorded a full hearing before the Society Executive Council. The Society Executive Council shall provide for a true and accurate recording of all proceedings of such hearings.

Section 4. Any Texas Society officer may be removed by a two-thirds vote of the delegates in good standing at the annual Society Convention. No vote on removal

may be taken unless the officer to be charged has been sent the specific reasons for the proposed action at least thirty (30) days prior to the date of the vote by registered mail. The notice shall specify in writing the charges to be brought before the Society Convention along with the time and place of the vote. At such a meeting the officer shall be given a full hearing.

Section 5. Charges against any officer or member may be proffered by any member in good standing. The charges shall be in writing and clearly state the facts relied upon along with all affidavits or exhibits which are to be used in their support. Such charges shall be filed with the Society Adjutant, who will immediately notify the Society Commander. The Commander shall appoint a committee of three members, one of whom shall be the Inspector (or, alternatively, in case of charges having been brought against the Inspector, the Judge Advocate) who shall serve as chairman, and two members of the Texas Society. After proper and thorough investigation of the charges by the committee, the concurrence of two-thirds (2/3) of the committee being necessary, the chairman shall report in writing to the Commander either that the charges should be dropped or that sufficient cause exists to have the charges heard at a called meeting of the Society Executive Council. In the latter event the Commander shall schedule a meeting of the Society Executive Council to hear the charges. Any charges against an officer will be voted upon at the next annual Society Convention.

Section 6. The Society Adjutant shall give at least thirty (30) days' notice of the meeting to each member of the Society Executive Council and to the plaintiff and the defendant. If the member charged is an officer all Chapter Commanders will be notified of the hearing at least thirty (30) days prior to the meeting. All notices regarding the meeting shall be in writing and shall include a true copy of the charges and of the supporting affidavits and exhibits.

Section 7. Any member who has been suspended or expelled from the Texas Society by the Executive Council has the right to appeal the decision to the next annual meeting of the State Convention, the decision of which is final.

ARTICLE XI – DISSOLUTION CLAUSE

Section 1. In the event of dissolution, the residual assets of the Military Order of the Stars and Bars – Texas Society, an organization recognized as a tax-exempt organization, qualified to receive donations which are deductible by the donor under Section 501(c)3 of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law, as the Society Executive Council shall determine. Such distribution shall only be made after said Society Executive Council has paid or has made provision for the payment of all the liabilities of the Military Order of the Stars and Bars – Texas Society.

ARTICLE XII: PARLIAMENTARIAN AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Society in all cases to which they are applicable and in which they are not inconsistent with this or National Society's Constitution and Bylaws and any special rules of order the Society may adopt.

ARTICLE XIII – AMENDMENTS

Section 1. No amendment shall be made to this Constitution except at a duly constituted Society Convention of the Texas Society and by a two-thirds (2/3) affirmative vote of all delegates present in good standing. Prior to any amendment being considered it shall have been sent to each Chapter in the Texas Society at least thirty (30) days prior to the convening of the Texas Society Convention at which it will be considered.

Section 2. At the beginning of his term, the Commander shall appoint a three (3) member Constitution and Bylaws Committee to review and submit amendments to the said Constitution and Bylaws.

Section 3. Proposed amendment shall include the name of member proposing the amendment. Proposed amendment shall specify whether amendment is to Constitution or to Bylaws. Proposed amendment shall include the language as it

appears in the current Constitution (or Bylaws); the proposed change; and the language as it will read if the proposed amendment is adopted.

Section 4. Proposed amendment shall be submitted in writing to the Society Commander thirty (30) days prior to the distribution to Chapters, which is required “30 days prior to Convention.” The Commander will send all proposed amendments to the Constitution and Bylaws Committee to ensure form and that they do not conflict with other sections of the Constitution and/or Bylaws. The proposed amendments will be presented to the assembly at the Texas Society Convention along with the Constitution and Bylaws Committee’s recommendation for adoption or no adoption. The proposed Constitution amendments shall be adopted by a two-thirds (2/3) majority.

Amended this 27th day of March 2010 by vote of the members assembled in Convention in Huntsville, Texas

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| (s) <u>Gary L. Loudermilk</u> <u>3/27/2010</u> | (s) <u>Glenn Toal</u> <u>3/27/2010</u> |
| Gary L. Loudermilk, Commander | Glenn Toal, Adjutant |

Amended this 27th day of April 2013 by vote of the members assembled in Convention in Tyler, Texas

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| (s) <u>Larry Wilhoite</u> <u>4/27/2013</u> | (s) <u>Jay Bowden</u> <u>4/27/2013</u> |
| Larry Wilhoite, Commander | Jay Bowden, Adjutant |

Amended this 30th day of April 2016 by vote of the members assembled in Convention in Kerrville, Texas

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| (s) <u>Jack Dyess</u> <u>4/30/2016</u> | (s) <u>Jay Bowden</u> <u>4/30/2016</u> |
| Jack Dyess, Commander | Jay Bowden, Adjutant |

Amended this **15th day of August 2020** by vote of the members assembled in Convention in College Station, Texas

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| (s) <u>Johnnie L. Holley</u> <u>8/15/2020</u> | (s) <u>David P. McMahan</u> <u>8/15/2020</u> |
| Johnnie L. Holley, Commander | David P. McMahan, Adjutant |

P A G E

L E F T

B L A N K



Military Order of the Stars and Bars – Texas Society

Bylaws

As adopted in Convention at Hillsboro, Texas, June 7, 1986
and as amended in Convention at Camp Allen, Texas, June 24, 2000
and as amended in Convention at Fort Worth, Texas, April 25, 2009
and as amended in Convention at Huntsville, Texas, March 27, 2010
and as amended in Convention at Tyler, Texas, April 27, 2013,
and as amended in Convention at Kerrville, Texas, April 30, 2016
and as amended in Convention at College Station, Texas, August 15, 2020.

ARTICLE I – FISCAL YEAR

Section 1. The fiscal year of the Texas Society shall be from January 1 to December 31.

ARTICLE II – DUTIES OF OFFICERS

Section 1. The duties of the Texas Society Officers shall be such as usually appertain to their offices and they shall have such other duties as shall be delegated to them by the annual Society Convention, the Society Executive Council, or the Society Commander.

Section 2. Commander.

The Commander shall be executive head of the Society with full powers to enforce the provisions of this Constitution and Bylaws and the will of the Society Convention. He shall preside at the Society Convention and shall be chairman of the Society Executive Council and ex-officio member of all committees, except a Nominating Committee. He shall be empowered to act for the good of the Texas Society as circumstances in his judgment require in cases not provided for by the Constitution and Bylaws, subject in all such decisions and acts to appeal to the

Society Convention. Vacancies occurring among elected officers shall be filled by him until the next Society Convention when an election shall be held to fill the vacancy. He shall appoint all Committees and shall perform all other duties as are usually incident to this office.

Section 3. Lieutenant Commander.

The Lieutenant Commander shall seek in every way to promote the interest and activities of the Texas Society encourage the enrollment of new members, and act in the absence of the Commander on proper occasions, but at all times under his direction and control.

Section 4. Adjutant.

The Adjutant shall be charged with the administration of policies and mandates of the Society Convention, the Society Executive Council, and of the Commander. He shall perform other duties as are usually incident to the office. He shall serve as Chairman of the Credentials Committee and have duties as defined in the Texas Society Constitution.

He shall collect and be custodian of the funds and property of the Society, shall sign all checks disbursing its funds, and with the approval of the Society Convention shall invest and reinvest the same. He shall make a report to each Society Convention showing the work performed by his office and shall perform other duties as are usually incident to the office.

Section 5. Chief of Staff.

The Chief of Staff shall be responsible for carrying out the orders of the Commander, for supervising the organization and proper functioning of the Society, as well as coordinating the work of the Society Staff. He shall, under the direction of the Commander, issue general and special orders and instructions as required, and perform such other duties as may be assigned to him by the Commander, while carrying on the normal functions generally assumed by a Chief of Staff. He shall be a member of the Society Executive Council. At each Society Convention, he shall make an annual report on the condition and functioning of the Society, together with such recommendations as he may deem proper.

Section 6. Historian.

The Historian shall collect from year to year all records and data of value and interest for the Headquarters relating to the Texas Society or its members, and shall compile during his term of office a complete record of the year's historical activities.

Section 7. Judge Advocate.

The Judge Advocate shall be a learned member of the bar and shall advise the Society Officers and the Executive Council on all legal matters, including the construction and interpretation of the Constitution and Bylaws, and shall perform such other duties as are usually incident to that office.

Section 8. Chaplain.

The Chaplain shall be a regularly ordained member of the ministry and shall open and close all meetings of the Society with the Services usual and proper on such occasions and perform such divine and nonsectarian services as may be necessary in connection with his office.

Section 9. Inspector General.

The Society Inspector General shall have charge of all investigations ordered for infractions of the Constitution and Bylaws by individual members, Chapters, or Staff Officers. All investigations of charges shall be initiated by the Commander. He shall, in addition, perform such other duties as the Commander may direct.

Section 10. Quartermaster.

The Quartermaster shall set standards and establish the requirements for the accommodations of Headquarters at the Convention. He shall advise and consult with the Commander of the host Chapter(s) regarding the satisfactory completion of the arrangements. He shall, in addition, perform such other duties as the Commander may direct.

Section 11. Parliamentarian.

The Parliamentarian shall be appointed by the Commander. He shall rule on all questions of procedure, utilizing Roberts's Rules of Order Newly Revised Edition. The Parliamentarian shall also serve as Deputy Judge Advocate for the Society.

ARTICLE III – THE SOCIETY EXECUTIVE COUNCIL

Section 1. Between State Conventions, the administration and executive power shall be vested in the Society Executive Council. The Executive Council shall have the power and authority, in case of an emergency, to call a Society Convention, provided that thirty (30) days' notice is given and the reasons for calling same.

Section 2. All procedures for the establishment or reactivation of Chapters and all questions affecting the establishment or reactivation of Chapters shall be referred to and determined by the Society Executive Council, which is the final authority.

Section 3. All procedures, forms and other items pertaining to members, Chapters and the Society required for the efficient operation of the Society shall be developed by the Society Executive Council and all questions affecting such shall be referred to and determined by the Society Executive Council, which is the final authority.

Section 4. All questions affecting the election, eligibility, and conduct of State Society and Chapter officers except as otherwise provided, shall be referred to and determined by the Society Executive Council, which is the final authority.

ARTICLE IV – AD HOC COMMITTEES

Section 1. The Commander shall appoint such committees as he may deem advisable, including, but not limited to, a committee on rules, a committee on resolutions, and others as required. As soon as the various committees have completed their duties, they shall make a report to the Commander.

ARTICLE V – AMENDMENTS

Section 1. All proposed amendments to the Bylaws shall be sent to each Chapter in the Texas Society at least thirty (30) days prior to the convening of the Society Convention. The delegates shall accept or reject the amendments by two-thirds (2/3) vote.

Amended this 30th day of April 2016 by vote of the members assembled in Convention in Kerrville, Texas.

(s) Jack Dyess 4/30/2016
Jack Dyess, Commander

(s) Jay Bowden 4/30/2016
Jay Bowden, Adjutant

Amended this **15th day of August 2020** by vote of the members assembled in Convention in College Station, Texas.

(s) Johnnie L. Holley 8/15/2020
Johnnie L. Holley, Commander

(s) David P. McMahan 8/15/2020
David P. McMahan, Adjutant