

**Prosper Citizen Group
Political Action Committee (PAC)
By-Laws Effective August 1, 2021**

ARTICLE I – NAME:

- The name of this organization is Prosper Citizen Group Political Action Committee (“PAC”). References to this organization in these By-laws can be either Prosper Citizen Group, Prosper Citizen Group PAC, or PCG PAC. PCG PAC operates in accordance with these By-laws (and as amended). The Prosper Citizen Group PAC is a General-Purpose PAC filed with the State of Texas Ethics Commission with filer ID: 00085617.

ARTICLE II – MISSION STATEMENT:

- Our primary purpose at Prosper Citizen Group is to advocate, educate, and press for policies that support our stated values by identifying, vetting, and supporting future candidates seeking positions for local elections as well as working with elected Officials. We will support elected Officials and candidates that believe in individual liberty, limited government, transparency and accountability, fiscal responsibility, and alignment to the U.S. and Texas Constitution. Our commitment to supported candidates is holistic and unwavering. We will provide all necessary election and in-office related support to include: campaign financing, communications, and community education and engagement throughout the entirety of the Officials’ term in office and candidates’ election cycle. In addition to supporting local Prosper elected Officials and candidates, we will seek to support Denton County, Collin County, and State elected Officials and candidates that influence the Town of Prosper and Prosper Independent School District (“ISD”).

ARTICLE III – Core Values:

- **The U.S. and State of Texas Constitutions and the U.S. Founding Documents:** These are the inspired documents that lay the foundations for the governance of our Society and enshrined in these documents are the core principles of:
 - **Popular Sovereignty:** It is “We the People” that empower all forms of government;
 - **Republicanism:** It is “We the People” that also vote in and support our elected Officials to represent us and to uphold our values along with the Constitution and Founding Documents;
 - **Limited Government:** It is “We the People” that are empowered and not the government. The government is constrained by the Founding Documents to ensure “We the People” remain in control of our individual and collective destinies.
 - **Individual Rights:** “We the People” are free to live within the Laws of our Nation, State, County, and Town; however, we are also free to challenge, change, and demand changes to represent the values and concepts enshrined in the Founding Documents by advocating for or against laws, policies, candidates, and Elected Officials.
 - **Transparency:** “We the People” shall be given access to our government and be informed of the decisions and deliberation that have taken place. We will not stand for back-room politics or decision making and elected officials shall be held accountable for their decisions.
 - **Fiscal Responsibility:** “We the People” should not be burdened by out-of-control spending nor by high taxes. We believe that spending and taxation must be balanced to support the conservative values we hold true. Every dollar bestowed to the government by taxpayers shall be utilized with upmost oversight and respect to citizens.

ARTICLE IV – Objectives:

- To promote an informed electorate in the Town of Prosper and Prosper ISD through dissemination of political educational information;
- To encourage involvement and awareness of local and ISD governance in the citizenry of Town of Prosper, Texas and Prosper ISD;
- To work for the election of town and school district Officials who are responsive to the citizens and represent the values of the membership; and
- To encourage active dialogue between the citizenry (voters) and public officials to drive the values and goals of the PCG PAC.

ARTICLE V – Membership and Organization:

- **Membership:**
 - Membership shall run on a 12-month period from date of membership application and acceptance and renew on the date of acceptance every 12 months, unless elected to payment plan every six (6) months.
 - Member:
 - To be a member of Prosper Citizen Group, an individual must:
 - Indicate support for Prosper Citizen Group Mission via an application;
 - Be current on dues; and
 - Be a registered voter to vote in your State.
 - Voting Member:
 - To be a Voting Member of Prosper Citizen Group, an individual must:
 - Be a member in good standing;
 - Be a registered voter in the Counties of Denton and/or Collin Counties in the State of Texas; and
 - Have attended at least four (4) Prosper Citizen Group meetings in the prior six (6) months, as a Member.
 - Revocation of Member and Voting Member:
 - Revocation of membership can be done by two-thirds (2/3) vote of the Board of Directors (“BOD”) for the following reasons (as examples):
 - Actions that demonstrate the person does not support Prosper Citizen Group Mission and Core Values. This could include, but is not limited to, actions that cause disruption to the PCG PAC that impede its ability to achieve its mission.
 - To be more than 60 days past due on due payments.
- **Membership Meetings:**
 - Shall be held monthly, unless otherwise announced by the President and/or Chairman of BOD with at least 7 days-notice of change, except for extreme weather, natural disasters, or other emergency, where notice cannot be given.
 - Shall be called, as Special Meetings, as defined in the By-laws and/or by the President and/or Chairman of BOD with no less than 30 days-notice, unless otherwise specified in the By-laws.
- **Membership Levels:**
 - **Founding Member (Platinum Level, but discounted for life of concurrent membership.)**
 - A member who joins until 10/31/2021, unless extended by BOD.
 - Once the date has elapsed, this special membership level shall be closed.
 - **Silver (Voting Membership)**
 - **Gold (Voting Membership)**
 - **Platinum (Voting Membership)**
 - **Sustaining Member (Non-Voting Membership)**
 - For Members who are outside the registered voting requirements for voting, but who support the goals, values, and beliefs of the PCG PAC.
 - Other Member Levels, price per level, and gifts for new members to be decided and published, as approved by the BOD.

▪ **Leadership:**

- PCG PAC Leadership shall consist of: A Board of Directors (“BOD”); an Executive Committee consisting of the President, Vice President, Secretary, Treasurer, and Assistant Treasurer and Immediate Prior President. Only Voting Members are eligible to serve in leadership positions.
- **Board of Directors (“BOD”):**
 - There shall be up to eight (8) Directors and President on the BOD appointed by the PCG PAC Founders initially. After this initial appointment and at the expiration of the initial terms, the BOD will be elected from the Voting Membership.
 - Each BOD member is expected to attend at least 75% of BOD meetings.
 - The BOD shall govern the affairs of PCG PAC.
 - The BOD shall ensure PCG PAC stays true to its Mission and Core Values.
 - The BOD shall have sole authority to decide on expenditures and strategies of the PCG PAC.
 - No Director can be an elected Official or a Candidate for Office.
 - A Director, Board Chairman, President, Vice President, Treasurer, Assistant Treasurer, Secretary, or Committee Chairman can be removed by two-thirds (2/3) vote of the entire BOD.
 - The BOD shall keep and publish minutes of each BOD meeting for distribution at each subsequent BOD meeting.
 - Directors who are initially appointed will serve staggered terms of 2 to 3 years determined by random drawing of terms to be assigned as initial term for each Director. Once the initial term ends, the BOD will be elected to serve a one (1)-year term but may be re-elected to serve consecutive terms.
 - In cases of a Director’s resignation or removal or to fill an existing vacancy, the Board Chairman will choose a temporary Director, subject to two-thirds (2/3) vote of the BOD, and then ratified by two-thirds (2/3) of the Voting Members, within 60 days.
- **Annual Board of Directors (BOD) Election Meeting.**
 - Elections for Directors shall occur annually. The annual elections shall be held the last meeting in January unless an alternate date is announced prior to the start of January and at least 30 days in advance of the proposed meeting.
 - The President should notify all Voting Members of the Annual BOD Election Meeting thirty (30) days in advance via email and by placing it on the PCG PAC website.
 - PCG PAC Voting Members must be present to vote in the annual election.
 - If the election is held on the regularly scheduled meeting in January, the quorum requirement is only one Voting Member. If the election is held at any other time, the quorum requirement is 50% of the Voting Members.
 - The Chairman of the BOD shall present the names of Directors nominated by the BOD.
 - The President shall open nominations to the Voting Members for additional names.
 - All nominees will be allowed to give a speech to the membership with a five (5)-minute time limit.
 - All nominees for Directors must be a Voting Member in good standing.
 - Election for each Director shall be determined by:
 - Every Voting Member will be given the ability to cast their votes for their candidate(s) of choice;
 - The top vote earners, of the majority of the votes cast, will be the new director(s) (if more than one Director position is open, then, as an example, the top two vote earners will be the two new Directors); and
 - Any tie will be settled by a run-off election.
 - The outgoing Directors’ term ends and the incoming Directors’ term begins at the conclusion of the Annual Election Meeting.

- **Chairman of the Board of Directors:**
 - Is elected by a two-thirds (2/3) vote of the BOD from among the Directors.
 - Conducts board meetings.
 - Cannot be the President nor can be an Elected Official or a Candidate for office. Upon formation of the PAC, any Officer from the Executive Committee can be elected as Chairman for an initial term of 1 year, but can be voted on for consecutive years up to the 3 years of the Founding Initial Term of 3 years.
 - Gives timely notice of board meetings to BOD, President, Vice President, Committee Chairmen, Secretary, and Treasurer.
 - Will serve Founding Initial Term of 3 years, thereafter, all office holders will be elected to annual terms from the elected Directors by the BOD.
 - Outside of the Founding Initial Term, the President or Treasurer cannot hold the office of Chairman, unless otherwise authorized by the BOD.

- **Board Meetings:**
 - Shall convene at least quarterly;
 - Require 50% of the BOD to constitute a quorum;
 - Are open to PCG PAC Voting Members, except when Membership, a Director, or Officer removal or disciplinary actions are being discussed or other agenda items listed as “closed executive session” in advance.
 - All matters concerning the PCG PAC must receive a majority of the Board votes to pass, unless specifically required by the By-laws.

- **Executive Committee. All Officers must be a Voting Member in good standing and serve at the pleasure of the BOD. Therefore, Officers have no terms and can be removed by the BOD at any time. In addition, no Officer can be an elected Official or a candidate for Office.**
 - **President:**
 - Needs two-thirds (2/3) vote of the entire BOD to be approved or removed from office.
 - Organizes, inspires, enables, and leads the executive committee and committee chairmen so they can best advance PCG PAC’s Core Values.
 - Attends various community meetings to promote PCG PAC.
 - Nominates Committee Chairman for BOD approval.
 - Recommends to the BOD for approval the need for Active (or to deactivate) Committees along with Committee Charter, Purpose, and Goals.
 - Notifies membership of any official business to be conducted at least 10 days prior to the next general monthly meeting.

 - **Vice-President:**
 - Is nominated by the President and/or BOD Chairman.
 - Needs two-thirds (2/3) vote of the entire BOD to be approved or removed from office.
 - Assists and fills in for the President when needed.
 - Works with Committee Chairmen and Committees to achieve Charter, Purpose, and Goals.

 - **Treasurer:**
 - Is nominated by the President and/or BOD Chairman.
 - Needs two-thirds (2/3) vote of the entire BOD to be approved or removed from office.
 - Shall be listed as the Committee Treasurer with the Texas Ethics Commission and the Federal Election Commission.
 - Presents financial status reports at BOD meetings.
 - Maintains current financial statements.
 - Prepares financial statements containing all data up to 30 days prior to the date of the report.
 - Files all required local, state, and federal forms.
 - Shall be the primary signatory for all bank accounts.
 - Shall work with the successor to change bank signatory information.

- **Assistant Treasurer:**
 - Is nominated by the President and/or BOD Chairman.
 - Needs two-thirds (2/3) vote of the entire BOD to be approved or removed from office.
 - Presents the financial summary to members during the monthly meeting.
 - Shall be listed as the Committee Assistant Treasurer with the Texas Ethics Commission and the Federal Election Commission.
 - Shall assist the Treasurer as needed.
 - Shall review the work of the Treasurer and report results monthly to the BOD.
 - Shall act as Treasurer if the Treasurer is temporarily unable to perform his/her duties.
 - Shall replace the Treasurer if the Treasurer is unwilling or unable to perform his/her duties for a prolonged period.
 - Shall be an alternate signatory for all bank accounts, as allowed by law & bank policy.
 - Shall work with the successor to change bank signatory information.

- **Secretary:**
 - Is nominated by the President and/or BOD Chairman.
 - Needs two-thirds (2/3) vote of the entire BOD to be approved or removed from office.
 - Is responsible for the minutes at all BOD or official business meetings.
 - Maintains the official documents of the PCG PAC.
 - Distributes the minutes and Official Documents to the BOD, President, Vice-President, Treasurer, and Committee Chairmen.

- **Committee Chairmen:**
 - Are nominated by the President and/or BOD Chairman.
 - Needs two-thirds (2/3) vote of the entire BOD to be approved or removed from office.
 - Will appoint committee members (no more than 7 Voting Members per committee) to fulfill the assigned Charter, Purpose, and Goals by the BOD and/or President.
 - Will have authority to set the agenda and tasks required to achieve the Committees' Charter, Purpose, and Goals defined by the BOD and/or President.
 - Keep the President and Vice President informed on Committee progress and actions taken. Must obtain BOD approval before spending money that will be reimbursed or paid directly by PCG PAC.
 - Cannot be an Elected Official or Candidate for office.

ARTICLE VI – Committees:

- Committees shall be established by the BOD to accomplish the Mission of PCG PAC.

ARTICLE VII – Expenditures:

- Expenditures shall not:
 - Include any material involvement of any beneficiary (e.g., beneficiaries are not allowed to design the flyer, identify audiences, etc.).
 - Beneficiaries include candidates, office holders, etc. that would create a co-mingling of funds and/or resources of the PCG PAC. The beneficiaries cannot contribute to any effort regarding the direct support of any endorsed campaign, candidate, cause, etc.
 - Follow any substantial discussion about the communication with any beneficiary.
 - Except as noted below, all expenditures shall be approved in advance by a majority of the BOD, either in an in-person meeting or electronically and documented via email or BOD minutes.
 - An exception is allowed when a perceived need for an expenditure arises but certain conditions interfere with obtaining such an approval in a timely manner. In that case, expenditures up to \$1,000 can be authorized if, and only if, at least three of the following Officers agree to the expenditure: Treasurer, Assistant Treasurer, President, and/or Chairman of the BOD.
 - Any request for reimbursement of expenses shall include a reference to the formal vote of the BOD approving the expenditure.

ARTICLE VIII – Parliamentary Authority:

- These By-laws shall govern PCG PAC.
- Endorsement votes shall be covered by the Vetting Committee Guidelines (approved by the BOD) rather than the rules defined by this clause.
- Only Voting Members may vote in PCG PAC elections.
- Voting Members must be present to vote in any PCG PAC election.
- Anything not covered in these By-laws will be governed by Robert’s Rules of Order, 1915 version.

ARTICLE IX – Adoption/Amendment of By-laws:

- These By-laws were accepted by the Founding and PCG PAC filers on July 14, 2021.
- Voting Members may suggest to the BOD improvements to PCG PAC By-laws.
 - During any regular meeting, a Voting Member can be recognized during open agenda and request a modification to the By-laws along with reasoning and justification.
 - The request will be heard and submitted to the BOD for review.
- Proposed improvements must be approved by two-thirds (2/3) vote of the entire BOD before submission to the Voting Members for ratification.
- Ratification of suggested improvements requires 30-day notice of proposed amendment(s) and affirmative vote of two-thirds (2/3) of the Voting Members present at the regular monthly meeting in which the amendment(s) will be voted on.
- A quorum for acceptance or modification of the Bylaws will be 50% of the Voting Members, except that a quorum at the Annual Election Meeting is one Voting Member.