

BYLAWS OF THE TEXAS ASSOCIATION OF MAGICIANS

A 501-c-6 NON-PROFIT CORPORATION

(Revised on September 2, 2016)

Definitions:

In addition to those terms defined within these Bylaws, the following terms shall have the meanings provided below:

“Association” means the Texas Association of Magicians.

“Member” is a collective term and includes all Individual Members and Member Clubs.

ARTICLE I

PURPOSE AND OBJECTIVE

1.00 Purpose. The purpose of the Association is to encourage the preservation, practice, development, performance and appreciation of magic as an art.

1.01 Objective. The objective of the Association is to fulfill its stated purpose through education, camaraderie, enlightenment and entertainment. Members are encouraged to:

- (A) Learn the history and elements of the art of magic and its related arts.
- (B) Practice the art of magic and its related arts.
- (C) Preserve the secrets and history of magic.
- (D) Entertain society and magicians with performances of magic and its related arts.

ARTICLE II

ACHIEVEMENT OF PURPOSE AND OBJECTIVE

2.00 The purpose and objective of this Association are to be achieved as follows:

- (A) To provide a forum for individuals and groups interested in the preservation, practice, development, performance and appreciation of magic as an art, and its related arts.
- (B) To select a Member Club, Clubs or the Association (“Host Club(s)”) to host an Annual “TAOM Convention” that fosters the creation of an educational, enlightening and entertaining environment for the purpose of furthering the practice, performance, improvement, preservation and appreciation of the art of magic, and its related arts.

- (C) To promote harmony among those interested in magic and its related arts.
- (D) To advance the ethics of the magical profession.
- (E) To encourage all the associated magical arts.
- (F) To discourage and prevent the exposure of the art of magic, except in books, digital products, literature and magazines that are intended for the exclusive use of magicians and devotees of the magical arts.

ARTICLE III

OFFICES

3.00 Principal Office. The principal and registered office of the Association in the State of Texas is to be located at the residence of the Secretary, who is also the Registered Agent of the Association. The Association may have such additional offices within the State of Texas as the Board of Directors may determine.

ARTICLE IV

ORGANIZATION

4.00 Organization. The Association is composed of Individual Members and Member Clubs. The Association is governed by its Board of Directors (the "Board").

4.01 Application of Magic Clubs for Membership in the Association.

(A) Member Club. Any entity (whether a corporation, limited partnership, unincorporated association or other group of individuals) that : (i) has a principal office or regular meeting location in the State of Texas; and (ii) is a reputable magic organization, or otherwise has a demonstrated interest in, and support of, the art of magic; and (iii) agrees to support the purposes of the Association, may apply for Member Club status in the Association. An application for status as a Member Club must be signed by two principal officers of the applying entity and must be accompanied by a list of at least eight members of the applying entity, along with contact information for each those members. The Board shall determine if an applicant to be a Member Club in the Association meets the qualifications for membership.

(B) Qualified applicants for Member Club status will be considered, and, upon approval by a majority vote of the Board, shall be granted Member Club status. A Member Club will automatically be included in, and added, to the list of Member Clubs of the Association as of the date of approval by the Board. There are no dues or fees assessed to a Member Club.

4.02 Member Clubs. All Member Clubs admitted to the Association are listed in APPENDIX A to these Bylaws, as of the effective date of Appendix A. After removal of a Member Club from the Association is approved by the Board of Directors, the club is automatically eliminated from Appendix A.

4.03 Membership Status of Member Clubs. Upon at least 10 days notice to the Member Club of the date upon which a hearing will be held before the Board, and upon the completion of a hearing addressing any relevant issue, a Member Club may be removed from membership in the Association at any meeting of the Board of Directors. The notice given to the Member Club shall reasonably describe the issues to be considered at the hearing to be conducted by the Board. A Member Club may be removed due to inactivity, dissolution or any other good and sufficient reason as determined at the sole discretion of the Board of Directors. A two-thirds majority vote of the Directors present at the meeting (at which such issue is presented) is necessary to remove a Member Club as a Member of the Association.

4.04 Admission as an Individual Member. Any individual person who agrees to support the purposes and ethics of the Association may apply for membership in the Association as an Individual Member. An Individual Member will be deemed to be automatically admitted as an Individual Member of the Association, upon (i) payment of the current amount of dues then owed, and (ii) execution of an affirmation that includes the following declaration:

“I agree to: (i) encourage the preservation, practice, development and appreciation of magic as an art; (ii) observe and follow the Ethics of the TAOM; and (iii) protect the secrets of magic from improper disclosure.”

ARTICLE V

OFFICERS

5.0 Officers. The Officers of the Association are:

- (A) The President, who is nominated by the Member Club or Clubs that will host the Annual Convention that is to occur during the term of the President. The Board, upon a majority vote, elects the President from those persons nominated.
- (B) The Vice President, who is nominated by the Member Club or Clubs that will host the Annual Convention in the calendar year immediately following the Annual Convention to be held during the term of the President. The Board, upon a majority vote, elects the Vice President from the persons nominated.
- (C) The Secretary, who is elected by the Board.
- (D) The Treasurer, who is elected by the Board. The same person may hold the office of the Secretary and Treasurer at the will of a majority of the Board.
- (E) The Legal Advisor, who is elected by the Board of Directors (who will be an advisory member of the Board of Directors, but without a vote, unless the Legal Advisor is otherwise a voting member of the Board of Directors).
- (F) The Historian, who is elected by the Board of Directors (who will be an advisory member of the Board of Directors, but without a vote, unless the Historian is otherwise a voting member of the Board of Directors).

- (G) The Club Coordinator who is appointed by the Board of Directors (who will be an advisory member of the Board of Directors, but without a vote, unless the Club Coordinator is otherwise a voting member of the Board of Directors).
- (H) The Webmaster who is appointed by the Board of Directors (who will be an advisory member of the Board of Directors, but without a vote, unless the Webmaster is otherwise a voting member of the Board of Directors).
- (I) Such other advisors to the Board as are deemed necessary in the sole discretion of the Board of Directors, upon a majority vote.

5.01 Election and Term of Office.

- (A) The Officers of the Association are elected annually by the Board of Directors at the Meeting of the Board held at the Annual Convention. If the election of Officers is not held at such meeting, or if an Annual Convention is not held in a calendar year, the election of Officers will be held as soon thereafter as possible, upon an election process selected by the Board that is consistent with these Bylaws. New offices may be created by the Board of Directors and filled at any meeting of the Board of Directors.
- (B) Each Officer will hold office for one year, except that the Board of Directors may set the term of office for the Historian from one to five years. Each Officer will hold office until his/her successor has been elected and installed.

5.02 Vacancies. A vacancy in any office will be filled by majority vote of the Board of Directors for the remaining portion of the term.

5.03 Removal. Any Officer elected or appointed by the Board of Directors may be removed during their current term by a two-thirds vote of the Board of Directors whenever, in the judgment of the Board of Directors, the best interests of the Association would be served thereby, but such removal will be without prejudice to the contract rights, if any, of the Officer so removed.

5.04 President. The President will be the Chief Executive Officer of the Association and supervise all of the business and affairs of the Association. The President will preside at all meetings of the members and of the Board of Directors. The President may sign, with the Secretary or any other Officer of the Association authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors authorizes to be executed, except in cases where the signing and execution thereof is expressly delegated by the Board of Directors or by the Bylaws or by statute to some other Officer or agent of the Association.

5.05 Vice President. In the absence of the President or in the event of the inability or refusal of the President to act, or otherwise execute the requirements of the office of President, the Vice President will perform the duties of the President and, when so acting, will have all the

powers of and be subject to all the restrictions upon the President. In addition, the Vice President will act as Chairperson and supervisor of the Judges' panel for all contests held at the Annual Convention held during the President's term. The Vice President will be a member of the Trophy and Awards committee during the Annual Convention held during the President's term.

5.06 Treasurer.

(A) The Board of Directors may secure a bond for the Treasurer, for the faithful discharge of his/her duties in such sum and with such surety, or sureties, as the Board of Directors determines. The Treasurer shall:

- (i) Have charge and custody of and be responsible for all funds and securities of the Association;
- (ii) Receive and give receipts for moneys due and payable to the Association from any source whatsoever;
- (iii) Deposit all such moneys in the name of the Association in such banks, trust companies, or other depositories as directed in Article X of these Bylaws;
- (iv) Maintain an accurate account of all receipts and disbursements;
- (v) Render an itemized statement thereof at any mid-year meeting of the Board, and at the meeting of the Board held at the Annual Convention, and at such other times as the Board may require; and
- (vi) Perform all the duties incident to the office of Treasurer, and as directed by the Board of Directors.

(B) An audit of the Treasurer's books and accounts will be conducted at such times as the Board shall deem appropriate. The method of audit will be determined by the Board of Directors.

(C) The Treasurer will be reimbursed for reasonable travel and lodging expenses directly related to the business and events of the Association.

5.07 Secretary.

(A) The duties of the Secretary are:

- (i) To keep the minutes of the meetings of the members and of the Board in separate books provided for that purpose;
- (ii) To give all notices in accordance with the provision of these Bylaws and as required by law;
- (iii) To give all notices of meetings of the Board to all members of the Board, in the methods authorized by these Bylaws.
- (iv) To issue membership cards.

- (v) To notify appropriate Member Clubs before June 1st each year, that the term of their Club Representative is to expire at the following convention. Notification will be accompanied by a form for providing the required information (names and contact information for new Club Representative, and officers of the Member Club).
- (vi) To mail on or before August 10th of each year an updated list of the Officers and Club Representatives (and their Alternates) to all members of the Board.
- (vii) To be custodian of the books and records of the Association.
- (viii) To be custodian of the seal of the Association and affix the seal of the Association to all documents, the execution of which on behalf of the Association under its seal, is duly authorized in accordance with the provisions of these Bylaws.
- (ix) To provide suitable trophies and awards with the approval of the Board of Directors using 15% of the annual interest from the A. Renerick Clark Memorial Trust Fund bequest for such purchase.
- (x) To assist in providing to the Vice President the contact information from each Member Club of competent and qualified Individual Members willing to act as judges in the contests held at the Annual Convention.
- (xi) To provide winners of contests properly engraved names and titles for their awards.

(B) The Secretary will keep a register of the postal mailing address of each member as obtained from the Host Club(s) of the Annual Convention, and other sources; and will, in general, perform all duties incidental to the office of Secretary. The Secretary will also keep a register of the e-mail address of each member, when available to the Association.

(C) The Secretary will file all reports, records and notices required by the Internal Revenue Service and the Texas Non-Profit Corporation Act applicable to any TAOM activities.

(D) The Secretary will be reimbursed for travel and lodging expenses directly related to the business and events of the Association.

(E) The Secretary shall administer all bequests to the Association.

5.08 Other Officers. If the Board of Directors should create any new officer positions, persons elected to fill those positions will perform such duties as are assigned them by the Board of Directors.

5.09 Successive Terms. No Officer except the Secretary, Treasurer, (Secretary-Treasurer), Historian, Club Coordinator, Webmaster, or Legal Advisor may succeed him/herself.

5.10 Rules of Order. All meetings of the Board shall be conducted in compliance with the applicable provisions of the most recent published edition of Roberts Rules of Order. The Legal Advisor or the Secretary shall act as Parliamentarian at all meetings of the Board.

ARTICLE VI
BOARD OF DIRECTORS

6.00 General Powers.

The affairs of the Association will be managed by its Board of Directors. Each member of the Board must be a member in good standing of the Association.

6.01 Members of the Board of Directors.

- A. The voting members of the Board are:
 - 1. The President, Vice-President, Secretary and Treasurer of the Association.
 - 2. Each Club Representative elected by each Member Club.
 - 3. All Past Presidents of the Association.
- B. All other persons appointed by the Board to be non-voting advisory members of the Board.
- C. The Historian, Club Coordinator, Webmaster and Legal Advisor are non-voting advisory members of the Board (unless they are a voting member of the Board in another capacity).

6.02 Meetings and Voting by Alternate Means. Any action taken during a meeting conducted by alternate means pursuant to this Section 6.02 must comply with requirements for a quorum and the percentage of votes required by these Bylaws. Elections, decisions, and meetings of the Board may be conducted by mail, e-mail, telephone conference, web-based meeting processes, or in such other manner as the Board of Directors may approve, so long as the Secretary confirms to the Board, that at least a majority of the Board collectively complied with at least one of the following:

- (A) Received 10 day advance notice of said meeting, decision or election, by mail, email or other means;
- (B) Participated in said meeting, election or decision; or
- (C) Waived (by written or emailed waiver to the Secretary) any right to notice of said, meeting, decision, or election.

6.03 Voting Rights.

- (A) The President, Vice President, Secretary and Treasurer have one vote each.

- (B) When the Secretary and Treasurer are the same person, he/she has only one vote.
- (C) Each Club Representative elected to the Board by a Member Club has one vote.
- (D) The Past Presidents of the Association, when in attendance at a Board meeting and in good standing, each have one vote.
- (E) If a voting member of the Board serves in more than one position on the Board, he/she has only one vote.

6.04 Tenure. A Club Representative elected by a Member Club, will serve as a Director for a term of three years. Member Clubs will elect Club Representatives on a staggered basis, as established by the Board, so that approximately one-third of the Directors elected by Member Clubs are elected each calendar year. Member clubs will notify the Secretary of the names, street addresses and email addresses of their elected Directors by August 1st of the year in which they are elected.

6.05 Annual Convention Meetings. A meeting of the Board of Directors will be held during the Annual Convention, without other notice.

6.06 Mid-Year Meetings. The President may call a mid-year Board of Directors meeting at such time and place, within the State of Texas as the President shall select.

6.07 Special Meetings. Special meetings of the Board of Directors may be called by the President, or by any six Members of the Board. The person or persons authorized to call special meetings of the Board may fix any place, within the State of Texas, as the place for holding the special meetings of the Board called by them.

6.08 Notice. Notice of a mid-year or any special meeting of the Board will be given at least ten days previous thereto by written notice delivered personally, by mail or acknowledged e-mail to each Member of the Board at his/her address as shown on the records of the Association maintained by the Secretary. If mailed, such notice will be deemed to be delivered when deposited in the United States Mail in a properly addressed wrapper, with full postage thereon prepaid. Email notice to a Member of the Board is effective on the date that the email is acknowledged by the recipient. The Secretary will keep a record of such acknowledgment until the conclusion of the meeting for which the notice was acknowledged. A notice of a mid-year or special meeting must contain a reasonable explanation of the purpose or subject of that meeting.

6.09 Failure to Receive Notice of Meeting. Failure by any Member of the Board to receive notice of a meeting, does not invalidate that meeting or actions taken by the Board during such meeting, if a majority of the Members of the Board were given, or waived, notice of the meeting that is effective pursuant to the provisions of these Bylaws.

6.10 Quorum. One-half of the Officers and Club Representatives constitutes a quorum. If less than a quorum is present at a meeting, then a majority of those present may adjourn the meeting until further notice.

6.11 Proxy Voting. A voting Member of the Board may vote at any meeting of the Board by written proxy granting such authority to another voting member of the Board. Such Proxy is valid when signed by the person giving the proxy, and it is delivered to the Secretary in writing or by email. Such proxy expires at the end of the meeting for which it is tendered.

6.12 Special Meeting. If a majority of the voting members of the Board meet at any time and place within the State of Texas (including a meeting by telephone, conference call, email or other method) and consent to the holding of a meeting, such meeting will be valid without call or other notice, and any action may be taken at such meeting, as could be taken at any meeting of the Board for which written notice had been delivered to each Member of the Board.

6.13 Manner of Acting. The act of a majority of the voting members of the Board present at a meeting, at which a quorum is present, will be the act of the Board, unless these Bylaws require a greater number for such act.

6.14 Vacancies. When a vacancy occurs among the Club Representatives elected to the Board by Member Clubs, the Member Club for which such vacancy has occurred, will elect a new Club Representative to serve as Director to fill the remaining term and will notify the Secretary promptly of the change.

6.15 Compensation. Members of the Board of Directors will not receive any salaries for their services. Voting Members of the Board will, however, receive a specified cost per mile for travel from their home area to the location of mid-year or special meetings. The Treasurer will determine a reasonable cost per mile rate annually.

6.16 Duties. Each Club Representative elected by a Member Club, will, during the month of June of each year, provide the Vice President and Secretary with the names of at least two prospective qualified competent contest judges to serve during the next upcoming annual convention. In suggesting judges to the Vice President, each Club Repetitive shall utilize the following minimum qualifications for participating as a judge at the Annual Convention:

Each candidate to be a judge should:

- a) Have a credible, working knowledge of the area they are judging.
- b) Have a base of comparison gleaned from personal experience and attendance at previous magic conventions.
- c) If possible, have experience as a judge in other magic competitions
- d) Be able to communicate well with others.
- e) Be able to make objective decisions, about subjective matters.
- f) Willing to stand by their opinions and convictions.
- g) Meet with contestants for purposes of critiquing their act and express opinions in an instructional, helpful and objective way.
- h) May have other expertise instead of or outside of magic (i.e. drama, dance, theater, or other allied arts)

ARTICLE VII

MEMBERS

7.00 Classes of Members. The Association has three classes of Individual Members. The designations, qualifications and rights of such classes are as follows:

- (A) ACTIVE - Any natural person who resides in Texas, has paid current dues, and fulfilled the other requirements of membership set forth in these Bylaws, is deemed to be in "good standing", and is an active member of the Association. Only active members have the right to vote and hold office.
- (B) ASSOCIATE - Any person who resides outside of Texas and is "in good standing" is an associate member. Associate members have the right to vote but not to hold office.
- (C) HONORARY LIFE - Any person who has contributed materially to the Association, who has achieved a position of high regard and respect within the magic community, upon unanimous approval by secret ballot, by all the Officers and Directors present at a meeting of the Board of Directors, is an Honorary Life Member. A person so honored is exempt from the payment of dues and the registration fee at the Annual Convention. At least ten days prior to a Board of Directors meeting, notice must be given to all Members of the Board of any intention to nominate a person for Honorary Life membership. Honorary Members retain their status as Active or Associate.
- (D) The Secretary will assign each Individual Member a permanent number which will be shown on a membership card. Numbers will not be reassigned. The acceptance of a membership card of the Association will be a member's pledge to support the Association's Articles of Incorporation, Bylaws and all amendments thereto.

7.01 Voting Rights. Each Individual Member is entitled to one vote on each matter to validly come before any meeting of the Members. Each member may vote at any meeting of the Members by written proxy granting such authority to another Individual Member. Such Proxy is valid when signed by the member giving the proxy, and it is delivered to the Secretary. Such proxy expires at the end of the meeting for which it is tendered.

7.02 Fees and Dues. The annual dues are established by the Board of Directors for an Active or Associate member and, when paid, the member is considered to be "in good standing". No dues or fees will be collected from Honorary Life Members.

- (A) Dues are due and payable at the time of the Association's Annual Convention.
- (B) A member whose dues are three months in arrears will not be "in good standing" and is automatically suspended, but may be reinstated "in good standing" upon the payment of the annual dues and compliance with Section 7.06 of this Article. Suspended members are without any rights of membership during the period of suspension.
- (C) Membership dues are to be collected with the registration fees of the registrants attending the Annual Convention, and such dues will be remitted to the Association's Treasurer within thirty days after the close of the convention.

- (D) Those members who did not attend the Annual Convention, will be invoiced by the Secretary, in the amount of annual dues for the year beginning October 1st of the current year.

7.03 Code of Ethics. All Members will abide by the code of ethics adopted by both the International Brotherhood of Magicians and the Society of American Magicians in 1993. All Members agree to:

- (A) Oppose the willful exposure to the public of any principles of the Art of Magic, or the methods employed in any magic effect or illusion.
- (B) Display ethical behavior in the presentation of magic to the public and in our conduct as magicians, including not interfering with or jeopardizing the performance of another magician either through personal intervention or the unauthorized use of another's creation.
- (C) Recognize and respect for rights of the creators, inventors, authors, and owners of magic concepts, presentations, effects and literature, and their rights to have exclusive use of or to grant permission for the use by others of such creations.
- (D) Discourage false or misleading statements in the advertising of effects, literature, merchandise or actions pertaining to the magical arts.
- (E) Discourage the advertisement or sale of any magical apparatus, effect, literature or other materials for which the advertiser or seller does not have lawful rights to do so.
- (F) Promote the humane treatment and care of livestock used in magical performances.

7.04 Suspensions, Expulsions, and Disciplinary Action. Upon complaint of two active members "in good standing", the Board of Directors, by majority vote of all its members, after reasonable notice to the Member in question, and opportunity to be heard has been afforded such member, may cause a member to be suspended, expelled, or subject to other disciplinary action, as determined in the discretion of the Board, for any of the following:

- (A) Unbecoming conduct.
- (B) Violation of any provision of the Articles of Incorporation and Bylaws and amendments thereto.
- (C) Use of blue material in performance at the Association's annual convention; or
- (D) Violation of the Code of Ethics set forth above.

7.05 Resignations. Any Member may resign by filing a written resignation with the Secretary, but such resignation will not relieve the member so resigning of the obligation to pay any dues, assessments, or other charges theretofore accrued or unpaid.

7.06 Reinstatement. Upon a written request signed by a former Member and filed with the Secretary, the Board of Directors may, by the affirmative vote of two-thirds of the Directors present, reinstate such former Member to membership on such terms as the Board of Directors may deem appropriate.

7.07 Transfer of Membership. Membership in this Association is not transferable or assignable.

ARTICLE VIII

ANNUAL CONVENTION

(i) **8.00 The Annual Convention.** The Annual Convention of the Association will be held on the Friday, Saturday, Sunday and Monday of Labor Day weekend. The Host Club(s) may refer to the Annual Convention as the “TAOM Convention”, but the Association is not obligated or responsible for any contractual, financial, or other liability or obligation arising from the Annual Convention, unless the Association is selected by the Association as the Host Club for such Annual Convention.

8.01 Responsibility of Host Magic Club(s). The Host Club(s) of the Annual Convention will be responsible for all matters pertaining to all the affairs of the convention they host. If the Host Club is not the Association, then the Host Club(s) must each be a Member Club of the Association. The Host Club(s) will comply with each of the following requirements for the Annual Convention:

- (A) The Host Club(s) for a convention occurring during that year will select a chairperson to oversee all convention related committees and their members.
- (B) The Host Club(s) will have full charge of all arrangements and plans for the convention, subject to the requirements set forth in these Bylaws and the Appendices thereto.
- (C) The Host Club(s) will be responsible for all receipts, registration fees, shows, programs, advertising and other Convention items and will make all disbursements incidental to the Convention.
- (D) If the Host Club(s) of an Annual Convention do not include the Association, then the Host Club(s), and not the Association, will be solely responsible for all costs, expenses, charges, obligations, liabilities and expenditures related to or arising from the Annual Convention that they host.
- (E) If the Host Club(s) of an Annual Convention do not include the Association, then, the Host Club(s), and not the Association, are solely liable and responsible for any losses that might arise from the Annual Convention that is hosted or produced by the Host Club, and the Association is not liable or responsible for any loss or unpaid obligations of the Host Club(s) or of the convention that they host.
- (F) If the Association is the sole Host Club of an Annual Convention, then the Association is solely responsible for (i) all costs, expenses, charges, obligations,

- liabilities and expenditures related to or arising from such Annual Convention; and
(ii) any losses that might arise from such Annual Convention.
- (G) The Host Club(s) will not take any action, or execute any document, in the name of the Association, and is not authorized to do so.
- (H) The Host Club(s) will fix the amount of the registration fees by the date of meeting of the Board at the Annual Convention preceding the convention of such Host Club(s) and, when established, there will be no deviation. Additional charges may be collected by the Host Club for a limited number of special events during the convention that are of interest to special groups of attendees.
- (I) The Host Club(s) will collect the amount of Association dues from each registrant at the Annual Convention, by adding the amount of dues to the registration fees for the Annual Convention, and will remit all such dues to the Treasurer within thirty days after the Annual Convention.
- (J) The Host Club(s) will comply with the publication and announcement requirements set forth on Appendix B.
- (K) The Host Club(s) will conduct magic contests at the Annual Convention, that comply with the applicable requirements of these Bylaws, including, but not limited to the requirements set forth in Appendix C. One of the goals of such magical competitions shall be to encourage magicians to improve their skills and to contribute to the advancement of magic as an art.
- (L) The Host Club(s) will remit to the Treasurer, within ninety days after the Annual Convention; 25% of any profit made from the Annual Convention in excess of \$2,000.00.
- (M) No later than 90 days after the Convention, the Host Club(s) will send to the Secretary a statistical report of the convention, in the format, form and substance required by the Secretary.
- (N) The Host Club(s) will send to the Secretary a detailed statement of all Annual Convention receipts and disbursements no later than one-hundred eighty days after the Annual Convention.

8.03. Convention related Responsibilities of TAOM Officers

1. **The Secretary of the T.A.O.M.** In addition to all other duties and obligations imposed by these Bylaws, the Secretary shall:
 - a. On or before June 1 of each year, notify the Representative from each Member Club to supply, before August 1, of each year, to the Vice President, the name, address, email address, and telephone number of two prospective judges, who can serve during the next upcoming Annual Convention.

- b. In June of each year, or sooner, if requested by the Host Club(s), provide the Host Club(s) with copies of Appendix C for those applying to compete in the magic competitions.
 - c. At the Annual Convention, meet with the Vice President, Chair of the Trophy and Awards Committee, and the contest judges, to provide each judge a copy of Appendix C, a list of the contestants and the category they entered, and contest score sheets.
 - d. At the Annual Convention, meet with the Vice President, Trophy and Awards Committee Chairman and the judges with materials to compute scores.
 - e. At the Annual Convention, provide the Contest Judging Forms and adequate tools for the judges (i.e. clipboards or folders, pens or pencils, judging sheets, a list of the performers, and flashlights for the stage judges).
 - f. Provide T.A.O.M. trophies to the Trophy and Awards Committee Chairman at the Annual Convention.
 - g. After the Annual Convention, mail to each contestant the statistical results of the contest entered, the judges comments and a Certificate of Appreciation signed by the T.A.O.M. President.
 - h. After the Annual Convention, design, purchase and mail the trophy frontplates to contest winners.
2. **The T.A.O.M. Vice President.** In addition to all other obligations and duties imposed by these bylaw, the Vice-President shall:
- a. Appoint five judges for the stage contest and five judges for the close-up contest. No more than one judge from a Member Club may serve as judge for one contest. When appointing judges for the magic contests, in addition to other criteria deemed reasonable, the Vice-President shall consider the following qualifications, which are recommended for the selection of judges:
 - 1. Have a credible, working knowledge of the area they are judging.
 - 2. Have a base of comparison gleaned from personal experience and attendance at previous magic conventions.
 - 3. If possible, have experience as a judge in other magic competitions
 - 4. Be able to communicate well with others.
 - 5. Be able to make objective decisions, about subjective matters.
 - 6. Be willing to stand by their opinions and convictions.
 - 7. Meet with contestants for purposes of critiquing their act and express opinions in an instructional, helpful and objective way.
 - 8. May have other expertise instead of or outside of magic (i.e. drama, dance, theater, or other allied arts)

- b. Meet with the Trophy and Awards Committee Chairman, the judges and the Secretary to compute scores.
 - c. Keep or have kept a record of the exact time of each contestant's act.
3. **The Host Club.** In addition to all other obligations and duties imposed by these Bylaws, the Host Club shall:
- a. Make available to all applicants the contest forms. The application to compete may be part of the T.A.O.M. mailings or bulletins describing the manner in which the applicant may apply to compete. Such description shall be specific as to deadlines, visual recording requirements (i.e. non-returnable, etc.) and any limitations (i.e. number of contestants per category) so imposed by the Contest Chairman or the Host Club.
 - b. Notify all applicants at least seven days before the start of the Annual Convention whether or not their applications have been accepted.
 - c. Provide a copy of Appendix C to each contestant accepted at least seven days before the start of the Annual Convention.
 - d. Provide the Secretary a list of competitor's names, contact information and contest entered as soon as practical after the entry deadline.
 - e. Before the contest, provide reasonably private meeting facilities for a meeting of the contestants, Secretary and the Trophy and Awards Committee Chairman.
4. **The Trophy and Awards Committee Chairman.** In addition to all other obligations and duties imposed by these Bylaws, the Trophy and Awards Committee Chairman shall:
- a. Before the contest, meet with the Vice-President and the contestants to answer questions, note any changes in the schedule and then inform the Secretary of such changes.
 - b. After the contest, meet with the Vice-President, judges and Secretary to compute scores.
 - c. Participate in the announcement of the winners of the contests and present their awards at that Annual Convention.

8.04 Pre-convention expenses. Within ninety days after a Convention, the Treasurer will remit to the next Host Club(s) such monies as are approved by the Board, and as described in Appendix B. Such amounts are not repayable to the Association.

8.05 Annual General Meeting. An Annual General Meeting for the entire membership will be held during the Annual Convention. The Host Club(s) will provide appropriate facilities, subject to approval by the Secretary, for such meeting at the Annual Convention.

8.06. Order of Willard Meeting. The Host Club(s) will provide appropriate facilities, subject to approval by the Secretary, for a meeting (at which a meal may be served) of the Order of Willard. The cost of any meal served shall the responsibility of the members of the Order of Willard or the Association, if the Association approves such expenditures.

ARTICLE IX

COMMITTEES

9.00 Board Committees. The Board may, by majority vote, designate and appoint one or more Board Committees. Each committee will consist of two or more Directors. These committees, to the extent provided in said resolutions, will have and can exercise the authority of the Board of Directors in the management of the Association. The designation and appointment of any such Board Committee and the delegation thereto of authority will not operate to relieve the Board, or any individual Director, of any responsibility imposed on it or him/her by law. However, no Board Committee may have the authority of the Board to:

- (A) Amend, alter, or repeal the Bylaws.
- (B) Elect, appoint or remove any member of any committee or any Director.
- (C) Amend the Articles of Incorporation.
- (D) Adopt a plan of merger or adopt a plan of consolidation with another corporation.
- (E) Authorize the sale, lease, exchange, or mortgage of all or substantially all of the property and assets of the Association.
- (F) Authorize the voluntary dissolution of the Association or revoke proceedings thereof.
- (G) Adopt a plan for the distribution of the assets of the Association.
- (H) Amend, alter, or repeal any resolution of the Board of Directors which by its terms provides that it will not be amended, altered, or repealed by such committee.

9.01 Other Committees. Other committees not having and exercising the authority of the Board and the management of the Association may be designated by resolutions adopted by a majority of the Directors present at a meeting of the Board. Members of each such committees must be Members "in good standing" of the Association. The President will appoint the members of a committee, if members are not appointed by the Board. Any member of a Committee may be removed by the person/entity that appointed the members of the Committee, whenever in the judgment of the appointing entity/person the best interests of the Association are served by such removal.

9.02 Term of Office. Each member of a committee will continue as a member of such committee until the next Annual Convention meeting of the Board of Directors, or until his/her successor is appointed and has taken office, unless the committee has been terminated, or such member has been removed from such committee, or such member ceases to qualify as a member thereof.

9.03 Chairperson of Committees. One member of each committee will be appointed by the person/entity appointing the members of that committee to serve as the Chairperson

9.04 Committee Vacancies. Vacancies in the membership of any committee are to be filled by appointment made in the same manner as provided in the case of the original appointments.

9.05 Committee Quorum. Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee constitutes a quorum. The act of a majority of the members present at a meeting at which a quorum is present will be the act of the committee.

9.06 Committee Rules. Each committee may adopt rules for its own government not to be inconsistent with the Articles of Incorporation or these Bylaws, or with the rules adopted by the Board.

ARTICLE X

ADMINISTRATION

CONTRACTS, CHECKS, DEPOSITS, AND SUMS

10.00 Contracts. The Board of Directors may authorize any Officer, or Officers, agent, or agents of the Association to enter into any contract, or to execute and deliver, any instrument in the name of, and on behalf of the Association. Such authority may be general or confined to specific instances.

10.01 Checks and Drafts. All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Association will be signed by such Officer or Officers, agent or agents, of the Association, and in such manner as is determined by resolution of the Board. In the absence of such determination by the Board, such instrument will be signed by at least two of the following officers: (i) the Treasurer, (ii) the President, (ii) the Vice President.

10.02 Deposits. All sums and funds of the Association will be deposited promptly to the credit of the Association in such banks, trust companies, or other depositories as the Board may select.

10.03 Gifts. The Board of Directors may accept on behalf of the Association any contribution, gift, bequest, or device for the general purposes, or any special purposes of the Association.

BOOKS AND RECORDS

10.04 The Association will keep correct and complete books and records of accounts, minutes of the meetings of its members and the Board of Directors. The Association will keep a record of the names and addresses of the members entitled to vote. All books and records of the Association may be inspected by any member, or his/her agent or attorney, for any proper purpose at any reasonable time.

FISCALYEAR

10.05 The fiscal year of the Association will begin on the first day of January and end on the last day of December of each year.

SEAL

10.06 The Board will provide a seal, which will be in the form of a circle and will have inscribed thereon the name of the Association and the words "Corporate Seal of the Texas Association of Magicians, Inc."

ARTICLE XI

AMENDMENTS TO BYLAWS

11.00 These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by a majority of the Directors present at any meeting of the Board, if at least ten days written notice is given of the intention to alter, amend, or repeal the current Bylaws, or the adoption of new Bylaws. The notice given must include a reasonable description of the proposed changes to be made and must be mailed, emailed, or otherwise delivered to all Directors.

11.01 The Board of Directors will appoint a committee to review and update these Bylaws every five years.

ARTICLE XII

TABLE OF CONTENTS

12.00 Headings. The table of contents headings used in these Bylaws have been inserted for convenience only and do not constitute matters to be construed in interpretation.

EXECUTION AND APPROVAL

The undersigned, being the members of the Board of Directors of the Association present at Meeting of the Board of Directors, held in (city), Texas, or having been given the required advance notice of the proposed revisions, and a quorum of such members being present or represented by proxy, hereby certify that the foregoing Bylaws are adopted by the Board of Directors on the (date), and to witness which we have hereunto affixed our signatures.

(*) INDICATES NOT IN ATTENDANCE.

(INSERT signature lines for VOTING members of the Board of Directors)

**APPENDIX A
to**

BYLAWS OF THE TEXAS ASSOCIATION OF MAGICIANS

The following magic clubs have made application for membership and have been approved by the Board of Directors of the TAOM.

Austin I.B.M Ring 60 - 1978
Dallas I.B.M Ring 174 - 1978
Dallas S.A.M. Assembly 13 - 1978
Fort Worth I.B.M Ring 15 - 1978
Houston I.B.M. Ring 39 - 1978
Houston S.A.M. Assembly 19 - 1978
San Antonio I.B.M Ring 18 - 1978
Corpus Christi, I.B.M. Ring 157 – 1978
Austin, S.A.M. Assembly 206 – 1984
Tyler, I.B.M. Ring 266 – 1989
Longview, I.B.M. Ring 286 – 1990
San Antonio, S.A.M. Assembly 52 – 1993
Texas Chapter of the Invisible Lodge International – 2002
Fort Worth S.A.M. Assembly 138 – 2003\
Lubbock I.B.M. Ring 217 - 2013

Article IV, Section 4.03 authorizes the addition or removal of a Member Club from this list, upon the approval of the Board of Directors.

/

APPENDIX B
to
BYLAWS OF THE TEXAS ASSOCIATION OF MAGICIANS

(b) PRE-CONVENTION EXPENSE APPROPRIATIONS

The Board of Directors has approved the following pre-convention expenses appropriations to be given to the Host Club(s) as outlined in 8.02 of the Bylaws:

- A. \$1,000.00 from the general treasury.
- B. 100% of the annual interest on an invested \$20,100.00.
- C. 85% of the annual interest on an invested \$35,000.00 bequest from A. Renerick Clark, with the following stipulations:
 - 1. That the amount be presented to the incoming President at the inauguration ceremony accompanied by an announcement of the amount and that it is being presented by the A. Renerick Clark Memorial Trust Fund.
 - 2. That the souvenir program include a message that the convention is partially funded by the A. Renerick Clark Memorial Trust Fund.
- D. 85% of the annual interest on an original invested \$20,000.00 bequest, and subsequent bequests, from Past President Donald F. Stiefel, with the following stipulations:
 - 1. That the following statement will be read at the time the check is presented to the incoming convention President "This check in the amount of \$_____, represents the annual interest from a dedicated fund donated to TAOM by Past President Donald F. Stiefel.
 - 2. That the following statement will be printed in each convention's printed program: "Partial funding for this convention was made possible by a donation from TAOM Past President Don Stiefel."; and
 - 3. That 15% of the interest on the bequest from Past President Donald F. Stiefel be reinvested.

APPENDIX C

BYLAWS OF THE TEXAS ASSOCIATION OF MAGICIANS

TROPHY AND AWARDS RULES

A. GENERAL

These TAOM Trophy and Awards Rules facilitate the accountability of the contest process and judging to maintain the integrity of receiving the trophy. These Rules apply to any magic competition conducted during a TAOM Convention, or any other TAOM event.

1. Contestants may not receive compensation of any kind for their contest appearance at the Annual Convention. Immediately after the contest winners have been announced and the awards presented, including cash awards if offered, the contestants are relieved of this restriction.

2. Trophies may be awarded in the following categories:

SENIOR

- (A) Close-Up
- (B) Stage/Club
- (C) Comedy

JUNIOR

- (A) Close-up
- (B) Stage/Club

BEST OF CONVENTION

- (A) From any of the categories

B. DEFINITIONS

SENIOR: A contestant eighteen years of age or older.

JUNIOR: A contestant less than eighteen years of age.

CLOSE-UP: Magic suitable for a small intimate audience.

STAGE/CLUB: Magic suitable for a theater stage or club setting, and can include but not limited to illusions and effects involving more than one person or animals.

COMEDY: Magic intentionally of a comic nature.

BEST OF CONVENTION: An additional trophy may be awarded to a contestant if, in the opinion of the judges, one act was of such outstanding, superior quality as to merit such distinction. This trophy shall be known as the "Herman Yerger Trophy". In addition to the words "Best Act of the Convention", the nameplate shall bear such designation together with the winner's name, category, year and place of the Annual Convention. The base of this trophy may be larger than those awarded to the category winners.

CONTEST CHAIRMAN: The person principally responsible for the preparation and presentation of a magic contest at a TAOM Convention.

RULES: The rules and requirements set forth on this Appendix C.

C. AWARDS

1. The names of winners will be kept confidential until the public announcement is made.
2. Regardless the number of contestants in a category, if, in the opinion of the judges, no act conforms to the high standards commensurate with the prestige of a TAOM trophy, none will be awarded.
3. In case of ties, duplicate trophies will be given.
4. An announcement will be made prior to the presentation of the trophies that partial funding for these trophies was made possible by a donation from the A. Renerick Clark Memorial Trust Fund.
5. The announcement of the winners and the presentation of awards will be made during the Annual Convention by the Chairman of the Trophy and Awards Committee or a deputy such as the TAOM Secretary. The names of all contestants in each category will be read before the winner is announced. No mention will be made of rankings. If awarded, the Best of Convention trophy will be the final award announced. Monetary or awards of value will be presented after this. The trophies and awards are permanent and become the property of the winners.
6. T.A.O.M. may make cash awards to the winners. Award amounts will be determined by funding sources yearly.

D. SUBMISSIONS

1. In order to present high-caliber contestants, except as permitted herein, each TAOM Contest must require that all potential contestants be pre-qualified. The pre-qualifying process does not replace the actual judging and, therefore, has no bearing on the outcome of the contest.
2. Potential contestants may choose to submit a video of their acts or be recommended in writing to the Contest Chairman by at least two members of TAOM Member Clubs.
3. The Contest Chairman may accept an act without a video or recommendation if he/she has personal knowledge of the act.

E. GENERAL CONTEST RULES

1. Any person registered for the Annual Convention will be eligible to compete upon their compliance with the requirements of Section D. Submissions.
2. Applications to compete must be received by the TAOM Contest Chairman at least 60 days prior to the start of the Annual Convention. If an act is withdrawn within 10 days prior to the Annual Convention, the Contest Chairman may grant eligibility to a replacement act at the discretion of the Contest Chairman. The Contest Chairman has the option to make exceptions to these Rules at his/her discretion.

3. The Contest Chairman will notify each applicant of acceptance or rejection of their application to compete at least 30 days before the start of the Annual Convention.

4. Remembering that contests are integral to the purpose of the TAOM, the Host Club has the discretion to limit the number of acts to fit their time schedule.

5. Each act will be no more than ten minutes. An act exceeding the time limit will be penalized one point for each ten seconds over time. An act exceeding 12 minutes will be disqualified.

6. The use of sexually suggestive, profane or "blue" material or fire, glitter or confetti will not be allowed. If such material is presented during any act, in the opinion of the judges, the contestant will be disqualified. This disqualification is not taken lightly, and to further safeguard this breach of the TAOM standards, other steps may be taken. The contest chair may make exceptions to fire, glitter or confetti.

7. Acts will be judged on the following point system:

STAGE SETTING – 0 to 10 points:

General appearance, eye appeal, attractiveness and appropriateness of dress, props, tables, and equipment.

STAGE PRESENCE – 0 to 15 points:

Poise and confidence, intelligible speech, direct and understandable theme.

ENTERTAINMENT VALUE – 0 to 30 points:

Indicated by audience reaction, appreciation and overall enjoyment.

PRESENTATION AND OVERALL PERFORMANCE – 0 to 30 points:

Personality, projection, routining and continuity, professional presentation, and technical ability.

ORIGINALITY – 0 to 15 points:

Original material, inventive presentation or routining to include new presentations of standard effects – "something different".

8. Scoring: Discard high and low scores of each act. Average the remaining three scores to ascertain the contestant's score.

F. JUDGES

Requirements for being a Judge:

1. Have a credible, working knowledge of the area they are judging.

2. Have a base of comparison gleaned from personal experience and attendance at previous magic conventions.

3. If possible, have experience as a judge in other magic competitions.
4. Be able to communicate well with others.
5. Be able to make objective decisions about subjective matters.
6. Willing to stand by their opinions and convictions.
7. Meet with contestants for purposes of critiquing their act and express opinions in an instructional, helpful and objective way.
8. May have other expertise besides magic (i.e. drama, dance, theater or other allied arts).
9. Meet with the Trophy and Awards Committee Chairman, the judges and Secretary to compute scores.
10. At least one judge will keep a record of the exact time of each contestant's act.
11. The judges may, at their sole discretion, change the category of an act claimed by a contestant if it is inappropriately classified, or if they deem it to be an advantage to the contestant.
12. The identity of the judges shall be kept confidential until after the contest(s) have been concluded.

G. REVIEW OF RESPONSIBILITIES

1. TAOM Secretary

- a. Meet with the Vice President, Trophy and Awards Committee Chairman and the judges to provide each judge a copy of this Appendix C, a list of contestants and the category they entered, and contest score sheets.
- b. Meet with the Vice President, Trophy and Awards Committee Chairman and judges with materials to compute scores.
- c. Provide TAOM trophies to the Trophy and Awards Committee Chairman at the Annual Convention.
- d. Mail to each contestant the statistical results of the contest entered, the judges' comments and a Certificate of Appreciation signed by the TAOM President.
- e. Design, purchase and mail the trophy front plates to contest winners and exhibition participants.
- f. Provide the Contest Judging Forms and adequate tools for the judges (i.e. clipboards or folders, pens or pencils, judging sheets, a list of the performers, and flashlights for the stage judges).

2. TAOM Vice President

- a. Contact the Representative from each Member Club to supply, before August 1, the name, email address, address and phone number of three prospective judges.
- b. Appoint five judges plus one alternate for every contest. Judges should represent as many different clubs as possible.
- c. Provide the Secretary a list of judges' names, and contact information.
- c. Before the contest, meet with the Trophy and Awards Chairman, Contest Chairman and the contestants to answer questions and note any changes in the schedule.
- d. Meet with the Trophy and Awards Committee Chairman, the judges and the Secretary to compute scores.

2. TAOM Trophy and Awards Committee Chairman

- a. Before the contest, meet with the Vice President, Contest Chairman and the contestants to answer questions, note any changes in the schedule and then inform the Secretary of such changes.
- b. After the contest, meet with the Vice President, judges and Secretary to compute scores.
- c. Announce the winners and present the awards at the Annual Convention.
- d. Make contest forms available to applicants. The application to compete may be part of the TAOM mailings, bulletins or the TAOM website, and describe the manner in which the applicant may apply to compete. Such descriptions shall be specific as to deadlines, visual recording requirements, (non-returnable) and any limitations (i.e. number of contestants per category) so imposed by agreement of the TAOM Trophy and Awards Chairman and Contest Chairman.

3. Host Club

- a. Notify all applicants at least 30 days before the start of the Annual Convention whether or not their application(s) have been accepted and provide a copy of this Appendix C.
- b. Provide the Secretary a list of competitor's names, contact information and contest category or categories as soon as practical after the entry acceptance deadline.
- c. Before the contest, arrange a meeting of the contestants and the TAOM Trophy Awards Committee Chairman and Vice President.

H. CONTEST FORM CONTENT

Contest application forms should include the following information:

The TAOM provides a competitive opportunity to recognize magical accomplishments. Any person registered for the Annual Convention is eligible to submit an application to compete to the Contest Chairman at least 45 days prior to the start of the Annual Convention.

Contest Chairman Name and Contact Information.

Contestant Name, Stage Name, Birth date if entering a Junior category, E-Mail, Mailing address, Contest category or categories.

Requirement for video or recommendations by two club members unless Contest Chairman has personal knowledge of the performer.

APPENDIX D

LOGO

A. The following is the Official Logo of the Texas Association of Magicians:



B. The purpose of the Official Logo is to provide a consistent and branded pictorial representation of the Texas Association of Magicians. When a logo is used to represent the Texas Association of Magicians or promote its annual conventions, only the Official Logo shall be used.

C. The Official Logo may be reproduced and used without permission so long as it reflects, promotes, or advertises the Texas Association of Magicians organization and/or its annual conventions in a favorable manner, and is not generally altered, redrawn, or modified in appearance or content except for size.

D. The Official Logo may be incorporated into other artwork or graphic that favorably promotes the Texas Association of Magicians and/or its annual conventions, but the Official Logo shall not be generally altered, redrawn, or modified in appearance or content except for size.

E. The Official Logo shall be assessable and available for download from the official website(s) of the Texas Association of Magicians.

F. The Board of Directors of the Texas Association of Magicians is the final authority to interpret this appendix and determine all use of the Official Logo.

G. The Official Logo is Copyright - 2014 - Texas Association of Magicians Inc.

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History of changes- started 2015

Added

May 2015	Add TAOM as "host" and amend as needed Art. 2, Sec 2 (B) amended and Art 8, Sec 8.00, Sec 8.01 all
September 2016	Appendix C, Sec C added 6.

May 2017	Appendix C, Sec 6, E 2 (increased days to 60) and E6 (added prohibition of fire, glitter and confetti)