

# FairTax For All

## A 501(c)3

### Bylaws

#### ARTICLE I

##### Name and Purpose

Section 1 The name of the organization is **FairTax For All (FTFA)**.

Section 2 FairTax For All, Inc. is a non-profit Arizona Corporation established to promote information and education about the FairTax plan for the general public on a non-partisan basis.

#### ARTICLE II

##### Membership

Section 1 Membership: FairTax For All has no members.

Section 2 Dues: There are no dues required to join **FTFA**; the **FTFA** will request donations from the public as their source of funds.

#### ARTICLE III

##### Governing Body

Section 1 Powers: The affairs of the FTFA shall be managed by its Board of Directors (Board). The Board shall issue the only official statements about activities of the FTFA. The Board shall establish a website and maintain it to provide the general public information about the FTFA and its past, present and future activities. Activities include, but are not limited to:

- a. To establish an internet presence
- b. To offer FairTax information and give the public a favorable impression
- c. To increase public awareness on a non-partisan basis
- d. To encourage the public to contact the FTFA
- e. To offer links to other relevant sites on the internet
- f. To work with other organizations and interest groups in support of the FairTax

Section 2 Composition: The Board shall consist of from six (6) to twenty (20) Directors. Initially, the first six Board Directors will be volunteers essential to the creation of the FTFA . These six Board Directors will constitute the Executive Committee that makes all financial decisions for the FTFA. The President presides over the Executive Board but does not vote unless there is a tie vote.

Section 3 Tenure: Executive Board Directors shall serve unspecified lengths of terms initially.

Section 4 Parliamentary Authority: Robert's Rules of order shall govern the activities and procedures of the whole Board.

Section 5 Quorum and Voting: A majority of Directors of the Board shall constitute a quorum for the transaction of business at any meeting of the Board, except in the case of an action requiring a vote of more than a majority. Votes of the Board shall be recorded in the minutes. Voting by proxy shall not be permitted. Unless otherwise specified in the FTFA Bylaws, decisions of the Board shall be determined by a majority vote.

Section 6 Meetings: The Board shall meet approximately monthly. A meeting of the Board may be called by the President, either on the President's own volition or at the request of any three Directors. The Board will establish rules regarding adequate notification of Board Meetings.

Section 7 Vacancies: A vacancy on the Board may be filled by the Board Directors for the unexpired term.

#### ARTICLE IV Officers

Section 1 Officers: The officers of the FTFA shall be a President, Vice President, Secretary/Treasurer.

Section 2 Elections: Officers of the FTFA shall be elected by the Board shortly after formation. At large directors will be selected by the Board as the organization grows and as the need arises.

Section 3 Duties of the President: The President shall be the principal officer of FTFA and shall supervise and control all of its business affairs. The President shall be Chair of the Board and shall preside at all meetings of the Board. The President shall not vote in matters before the Board except (1) in the case of an action requiring a vote of more than a majority and (2) in the event of a tie vote, the President shall vote to break the tie. The President may sign, with the Secretary or any other officer of FTFA designated by the Board, any and all contracts, and other papers and instruments authorized by the Board or required under federal law or the laws of Arizona.

Section 4 Duties of the Vice President: In the absence of the President, or in the event of the President's inability or refusal to act, the Vice President shall perform the duties of the President, and shall have all the powers and be subject to all the

restrictions upon the President. The Vice President shall perform such duties as shall be assigned by the President or by the Board.

Section 5 Duties of the Secretary/Treasurer: The Secretary shall keep the minutes of Board meetings and shall maintain a book of minutes. The Secretary shall be custodian of the corporate records. The Secretary shall keep a register of the postal and/or email address of each FTFA supporter. Duties of the Treasurer shall have charge and custody of and responsibility for all funds and securities of the FTFA, shall receive and give receipts for moneys due and payable to FTFA from any source, and deposit all such moneys in FTFA's name in such banks or other depositories as shall be approved by the Board. The Treasurer shall perform all duties incident to the office of the Treasurer and such other duties as may be assigned by the President or the Board. The Treasurer shall make a report on the status of all accounts, debts, and money's due and other financial matters of each meeting of the Board or more often if the President or Board requests it.

## ARTICLE V Committees

Section 1 The Board may establish and maintain the following committees: steering, events, fund raising and publicity. Other standing committees may be established or abolished by the Board as needed.

Section 2 The Board may establish or abolish other committees as needed. The President shall be the Chair of the steering committee. Chairs of these committees shall be appointed by and serve at the discretion of the President with the concurrence of the Board.

Section 3 Members of the committees shall be appointed by and serve at the discretion of the committee Chair.

## ARTICLE VI Steering Committee

Section 1 The Steering Committee shall include an unlimited number of members appointed by a majority of the FTFA Board. Recommendations shall be made to the Steering Commitment to obtain their advice and support.

## ARTICLE VII Amendments to the FTFA Bylaws

Section 1 A vote by the two-thirds of the FTFA Board of Directors on proposed amendments to the FTFA bylaws may take place at any FTFA Board meeting.

ARTICLE VIII  
Removal or Expulsion of Board Action

Section 1 The Board may remove any officer or director from office by an affirmative vote of three quarters of the whole Board.

ARTICLE IX  
Corporate Dissolution

Section 1 In the event of corporate dissolution, any cash or other assets will be distributed to some other appropriate educational organization agreed upon by the majority of the Executive Board.

May 11, 2013