

Form **990-EZ**

**Short Form
Return of Organization Exempt From Income Tax**

OMB No. 1545-1150

2007

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code
(except black lung benefit trust or private foundation)
▶ Sponsoring organizations, and controlling organizations as defined in section 512(b)(13) must file Form 990. All other organizations with gross receipts less than \$100,000 and total assets less than \$250,000 at the end of the year may use this form.
▶ The organization may have to use a copy of this return to satisfy state reporting requirements.

A For the 2007 calendar year, or tax year beginning , 2007, and ending , 20

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input checked="" type="checkbox"/> Initial return <input type="checkbox"/> Termination <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	Please use IRS label or print or type. See Specific Instructions.	C Name of organization SOLI Chamber Ensemble	D Employer identification number 74-2718783
		Number and street (or P.O. box, if mail is not delivered to street address) Room/suite 420 Ogden Ln.	E Telephone number (210) 930-3931
		City or town, state or country, and ZIP + 4 San Antonio, TX 78209-5141	F Group Exemption Number ▶

• Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

G Accounting method: Cash Accrual
Other (specify) ▶

I Website: ▶ www.solichamberensemble.com

H Check if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF).

J Organization type (check only one)— 501(c) (3) ◀ (insert no.) 4947(a)(1) or 527

K Check if the organization is not a section 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A return is not required, but if the organization chooses to file a return, be sure to file a complete return.

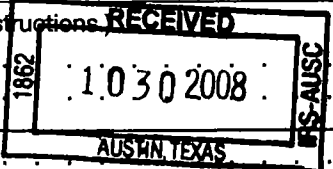
L Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts; if \$100,000 or more, file Form 990 instead of Form 990-EZ. ▶ \$

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See page 55 of the instructions.)

		1	2	3	4	5a	5b	5c	6a	6b	6c	7a	7b	7c	8	9	10	11	12	13	14	15	16	17	18	19	20	21		
Revenue	1	Contributions, gifts, grants, and similar amounts received	14,785																											
	2	Program service revenue including government fees and contracts	6,290																											
	3	Membership dues and assessments																												
	4	Investment income	3																											
	5a	Gross amount from sale of assets other than inventory					0																							
	b	Less: cost or other basis and sales expenses					0																							
	c	Gain or (loss) from sale of assets other than inventory. Subtract line 5b from line 5a (attach schedule)							0																					
	6	Special events and activities (attach schedule). If any amount is from gaming, check here <input type="checkbox"/>																												
	a	Gross revenue (not including \$ _____ of contributions reported on line 1)																												
b	Less: direct expenses other than fundraising expenses																													
c	Net income or (loss) from special events and activities. Subtract line 6b from line 6a																													
7a	Gross sales of inventory, less returns and allowances																													
b	Less: cost of goods sold																													
c	Gross profit or (loss) from sales of inventory. Subtract line 7b from line 7a																													
8	Other revenue (describe ▶ ARTIST FEE INCOME)														1,350															
9	Total revenue. Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8.														27,428															
Expenses	10	Grants and similar amounts paid (attach schedule) see schedule 1															250													
	11	Benefits paid to or for members																												
	12	Salaries, other compensation, and employee benefits																												
	13	Professional fees and other payments to independent contractors																15,332												
	14	Occupancy, rent, utilities, and maintenance																												
	15	Printing, publications, postage, and shipping. see schedule 1																6,003												
	16	Other expenses (describe ▶ see schedule 1)																6,402												
17	Total expenses. Add lines 10 through 16																27,987													
Net Assets	18	Excess or (deficit) for the year. Subtract line 17 from line 9															(5,559)													
	19	Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return)															6,427													
	20	Other changes in net assets or fund balances (attach explanation)																												
	21	Net assets or fund balances at end of year. Combine lines 18 through 20																868												

Part II Balance Sheets—If Total assets on line 25, column (B) are \$250,000 or more, file Form 990 instead of Form 990-EZ.

		(A) Beginning of year	(B) End of year
22	Cash, savings, and investments	6,427	868
23	Land and buildings	0	0
24	Other assets (describe ▶)	0	0
25	Total assets	6,427	868
26	Total liabilities (describe ▶)	0	0
27	Net assets or fund balances (line 27 of column (B) must agree with line 21)	6,427	868



SCANNED DEC 06 2008

Part III Statement of Program Service Accomplishments (See page 60 of the instructions.)		Expenses (Required for 501(c)(3) and (4) organizations and 4947(a)(1) trusts; optional for others.)
What is the organization's primary exempt purpose? <u>education & appreciation of contemp. classical music</u> Describe what was achieved in carrying out the organization's exempt purposes. In a clear and concise manner, describe the services provided, the number of persons benefited, or other relevant information for each program title.		
28	<u>FIVE TWO DAY CONCERTS IN SAN ANTONIO AND ONE SXSW EVENT IN AUSTIN, TX FEATURING CONTEMPORARY CLASSICAL MUSIC - SAN ANTONIO EVENTS = 50 PERSON / DAY AUSTIN = 750 = 1,000 PERSONS INCLUDING INTERDISCIPLINARY PIECES</u> (Grants \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	28a 20,069
29 (Grants \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	29a
30 (Grants \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	30a
31	Other program services (attach schedule) (Grants \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	31a
32	Total program service expenses. Add lines 28a through 31a <input type="checkbox"/>	32

Part IV List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated. See page 61 of the instructions.)				
(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-)	(D) Contributions to employee benefit plans & deferred compensation	(E) Expense account and other allowances
<u>Stephanie Key Mollenauer</u> <u>420 Oaden Ln. San Antonio, TX 78209</u>	<u>EXECUTIVE DIRECTOR</u>	<u>Ø</u>	<u>Ø</u>	<u>Ø</u>
<u>Ectan Torquell</u> <u>2323 Rosedale, Ft. Worth, TX 76110</u>	<u>VICE PRESIDENT</u>	<u>Ø</u>	<u>Ø</u>	<u>Ø</u>
<u>David Mollenauer</u> <u>42 Oaden Ln. San Antonio, TX 78209</u>	<u>TREASURER</u>	<u>Ø</u>	<u>Ø</u>	<u>Ø</u>
<u>CARDLYN TRUE</u> <u>2042 E. Jolie Ct. San Antonio, TX 78240</u>	<u>SECRETARY</u>	<u>Ø</u>	<u>Ø</u>	<u>Ø</u>

Part V Other Information (Note the statement requirement in General Instruction V.)		Yes	No
33	Did the organization make a change in its activities or methods of conducting activities? If "Yes," attach a detailed statement of each change		X
34	Were any changes made to the organizing or governing documents but not reported to the IRS? If "Yes," attach a conformed copy of the changes <u>see attached amended bylaws</u>	X	
35	If the organization had income from business activities, such as those reported on lines 2, 6, and 7 (among others), but not reported on Form 990-T, attach a statement explaining your reason for not reporting the income on Form 990-T.		
35a	a Did the organization have unrelated business gross income of \$1,000 or more or 6033(e) notice, reporting, and proxy tax requirements?		X
35b	b If "Yes," has it filed a tax return on Form 990-T for this year?		
36	Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement.		X
37a	Enter amount of political expenditures, direct or indirect, as described in the instructions. ▶ <u>37a</u> <u>N/A</u>		
37b	b Did the organization file Form 1120-POL for this year?		
38a	Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still unpaid at the start of the period covered by this return?		X
38b	b If "Yes," attach the schedule specified in the line 38 instructions and enter the amount involved		
39	501(c)(7) organizations. Enter:		
39a	a Initiation fees and capital contributions included on line 9		
39b	b Gross receipts, included on line 9, for public use of club facilities		

Part V Other Information (Note the statement requirement in General Instruction V.) (Continued)

40a 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under: section 4911 ▶ 0 ; section 4912 ▶ 0 ; section 4955 ▶ 0

b 501(c)(3) and (4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach an explanation . . .

	Yes	No
40b		X
40c		
40d		
40e		X

c Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 . . . ▶ _____

d Enter amount of tax on line 40c reimbursed by the organization . . . ▶ _____

e All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? . . .

41 List the states with which a copy of this return is filed. ▶ _____

42a The books are in care of ▶ DAVID MOLLENAUER Telephone no. ▶ (210) 930-3931
Located at ▶ 420 OGDEN LN. SAN ANTONIO, TX 78209 ZIP + 4 ▶ 78209-5141

b At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? . . .

	Yes	No
42b		X
42c		X

If "Yes," enter the name of the foreign country: ▶ _____

See the instructions for exceptions and filing requirements for **Form TD F 90-22.1**.

c At any time during the calendar year, did the organization maintain an office outside of the U.S.? . . .

If "Yes," enter the name of the foreign country: ▶ _____

43 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the tax year . . . ▶ 43

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Please Sign Here

Signature of officer: David Molleauer Date: 10/28/08
 Type or print name and title: DAVID MOLLENAUER / TREASURER

Paid Preparer's Use Only

Preparer's signature: _____ Date: _____ Check if self-employed Preparer's SSN or PTIN (See Gen. Inst. X) _____
 Firm's name (or yours if self-employed), address, and ZIP + 4: _____ EIN: _____ Phone no.: _____

SOLI Chamber Ensemble 07 990 E7

Schedule I Part I line 17

TAX ID # 74 2718783

Attachment to Form 990

Item 10

Commission work to Robert Rodriguez \$ 250.00
(down payment- balance due on completion)

Item 15

Printing, postage, publication etc.
Recording \$1295.00
Printing, postage, website, publication \$4707.00

Item 16 Other Expenses:

Instrument Rentals and Fees \$4950.00
Promotion and Public Relations \$ 456.00
Music Purchase and Rental \$ 412.00
Bank Charges \$ 86.00
Airfare \$ 380.00
Misc. meals etc. \$ 118.00

Total \$6402.00

AMENDED BYLAWS OF SOLI CHAMBER ENSEMBLE

ARTICLE I. NAME

The name of this non-profit corporation is SOLI CHAMBER ENSEMBLE dba SOLI (hereinafter referred to as the "Corporation").

ARTICLE II. PURPOSE

The purpose or purposes for which the Corporation is organized are charitable, scientific, literary and educational. The Corporation is created solely as an organization described in Section 501(c)(3) of the Internal Revenue Code. The Corporation shall be operated exclusively for such purposes. No part of its net earnings shall inure to the benefit of any director or individual; no part of its activity shall be carrying on propaganda, or otherwise attempting to influence legislation, and it shall not participate nor intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE III. OFFICES

Section 1. Principal Office. The principal office of the Corporation in the State of Texas shall be located in the City of San Antonio, County of Bexar. The Corporation may have such other offices, either within or without the State of Texas, as the Board of Directors may determine or as the affairs of the Corporation may require from time to time.

Section 2. Registered Office and Agent. The Corporation shall have and continuously maintain in the State of Texas a registered office, and a registered agent whose office is identical with such registered office, as required by the Texas Non-Profit Corporation Act. The registered office may be, but need not be, identical with the principal office of the Corporation in the State of Texas. The address of the registered office and the identity of the registered agent may be changed from time to time by the Board of Directors.

ARTICLE IV. MEMBERSHIP

The Corporation shall not have members.

ARTICLE V. DIRECTORS

Section 1. Board of Directors. The affairs of the Corporation shall be managed by a Board of Directors. The initial Board of Directors consisted of four (4) directors which adopted the original by-laws at the organizational meeting. Since then, the Board of Directors was enlarged and currently consist of nine (9) directors, majority of which

voted on and adopted these Amended bylaws. The majority of the directors then serving may enlarge the number of directors at any meeting regularly called; provided, however, that the Board of Directors may not exceed 12 directors. The majority of directors then serving at any meeting regularly called, may reduce the number of directors, and the number shall not be reduced below three (3).

Section 2. Elections. The Board of Directors shall elect new directors at the annual meeting. If elections are not held at that time, they will be held as soon thereafter as convenient and the Board of Directors then serving shall continue to manage the affairs of the Corporation during any interim period.

Section 3. Terms. Each director shall hold office for three fiscal years or until a successor has been elected. There shall be no limitation on the number of terms an individual may serve as a director.

Section 4. Removal. Any director may be removed with or without cause by the unanimous vote of all other directors present and voting at a meeting. Such vote may occur at any regular or special meeting, provided that written notice is given to all directors not less than ten (10) days before such meeting and that such notice specifies that a vote for the removal of a director will be considered at such meeting and identifies the director whose removal is to be voted upon.

Section 5. Resignation. Any director may resign at any time by giving written notice to the Board of Directors, the President or the Secretary of the Corporation. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by the Board of Directors or such officer. The acceptance of the resignation shall not be necessary to make it effective.

Section 6. Vacancies. Vacancies that occur on the Board of Directors shall be filled by a majority vote of the remaining directors. If all of the directors are unable to continue to serve, and no vacancies on the Board of Directors has been filled such that there is a complete vacancy on the Board of Directors, then a director shall be appointed by a state district court sitting in the county where the principal office of the Corporation is located and the remaining vacancies shall be filled in accordance with this Section.

Section 7. Meetings. Regular meetings of the Board of Directors shall be held at least bi-annually. Special meetings of the Board of Directors may be called at any time by the President or at the written request of any two directors.

Section 8. Notices. Notices of all meetings shall be sent by the Secretary to each member of the Board of Directors at least five (5) days before each meeting except as may be provided in the Section regarding removal and/or modification of the by-laws.

Section 9. Certain Meetings. If the election or removal of a director or officer or the enlargement of the Board of Directors is to be considered at a meeting of the

Board of Directors, notice to the directors of that meeting shall indicate that fact.

Section 10. Annual Meeting. The regular meeting in the month of September shall be known as the annual meeting and shall be for the purpose of electing directors and officers, receiving reports of officers and committees and any other business that may arise.

Section 11. Attendance. Attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting that the meeting is not properly called.

Section 12. Quorum for Meeting. A quorum shall consist of two-thirds (2/3) of the directors then serving. A majority vote of those present shall decide all questions, unless otherwise specified in these Bylaws.

Section 13. Voting. The affirmative vote of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, except as may be otherwise specifically provided by law or these Bylaws.

Section 14. Proxies. A director may vote at a meeting of the Board of Directors by proxy executed in writing by the director naming another director as a proxy and delivered to the Secretary at or prior to such meeting. A director present by proxy at any meeting of the Board of Directors may not be counted to determine whether a quorum is present at such meeting. Each proxy shall be revocable unless otherwise irrevocable by law. No proxy shall be valid after three months from the date of its execution.

Section 15. Action by Written Consent.

a. Any action required or permitted to be taken at any meeting of the Board of Directors may be taken without a meeting if consent in writing, setting forth the action to be taken shall be signed by all members of the Board of Directors. Such consent shall have the same force and effect as a unanimous vote at a meeting.

b. (1) Any action required or permitted to be taken at any meeting of the Board of Directors may be taken without a meeting if a consent in writing, setting forth the action to be taken shall be signed by a sufficient number of the Directors as would be necessary to take that action at a meeting at which all of the Directors were present and voted.

(2) Each written consent shall bear the date of signature of each Director who signs the consent. A written consent signed by less than all of the Directors is not effective to take the action that is the subject of the consent unless, within 60 days after the date of the earliest dated consent delivered to the Corporation in the manner required by this Section, a consent or consents signed by the required number of Directors is delivered to the President of the Corporation at the Corporation's principal place of business or to the Secretary of the Corporation. Delivery shall be by hand or certified or registered mail, return receipt requested.

(3) Prompt notice of the taking of any action by Directors without a meeting by less than unanimous written consent shall be given by the Secretary to all Directors who did not consent in writing to the action.

(4) An telegram, telex, cablegram, email or similar transmission by a Director or a photographic, facsimile, or similar reproduction of a writing signed or authored by a Director shall be regarded as signed by the Director for purposes of this Section.

Section 16. Electronic Meetings. A meeting of the Board of Directors may be held by conference telephone, video conference, email, instant messenger, or similar communications equipment by means of which all persons participating in the meeting can hear/read each other at the same time. In the event of an emergency or by agreement, electronic meetings may occur by email or other electronic communication, even if all parties are not seen or heard at the same time so long as the participation can be authenticated. Participation pursuant to this section shall constitute presence in person at such meeting to establish a quorum and for all other purposes, except where a person participates in the meeting for the express purpose of objecting that the meeting was not properly called.

If the State of Texas adopts further rules or laws regarding electronic communication it is the intent of this section that this section be interpreted to allow the corporation to utilize such legally recognized means of communication to the full extent provided under state law.

Section 17. Compensation and Reimbursements. A Director may not receive a fee for serving as Director. Directors may be reimbursed for reasonable, ordinary and necessary travel and other out-of-pocket expenses incurred in their duties as director. A person serving as a Director may receive compensation for other services rendered to the Corporation.

Section 18. Prohibited Actions. No loans or disbursements shall be made by the Corporation to any director, except as provided in the Section entitled "Compensation and Reimbursements."

ARTICLE VI. OFFICERS

Section 1. Personnel. The officers of the Corporation shall be a President, one or more Vice Presidents (the number thereof to be determined by the Board of Directors), a Secretary, a Treasurer and such other officers as may be elected in accordance with the provisions of this Article. The Board of Directors may elect or appoint such other officers, including one or more assistant secretaries and one or more assistant treasurers, as it shall deem desirable, such officers to have the authority to perform the duties prescribed, from time to time, by the Board of Directors. Any two or more offices may be held by the same person, except the offices of President and Secretary may not be held by the same person. An officer need not be a member of the Board of Directors.

Section 2. President. The President shall preside at all meetings of the Board of Directors and be responsible for the general management of the affairs of the Corporation. The President may sign with the Secretary or any other proper officer of

the Corporation authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments that the Board of Directors have authorized be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors, by these Bylaws, or by statute to some other officer or agent of the Corporation. The President shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

Section 3. Vice President. In the absence of the President or in the event of the inability or refusal to act of the President, the Vice President (or in the event there be more than one Vice President, the Vice Presidents in the order of their election) shall perform the duties of the President. When so acting, the Vice President shall have all the powers of and be subject to all the restrictions upon the President. Any Vice President shall perform such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

Section 4. Secretary. The Secretary shall keep minutes of the meetings of the Board of Directors and shall send copies of all minutes to the Board of Directors and to such other parties as are designated by the President. The Secretary shall notify the directors of all meetings of the Board of Directors and shall perform such other duties as may be prescribed by the Board of Directors from time to time.

Section 5. Treasurer. The Treasurer shall cause to be kept regular books of account of the Corporation's funds and property and shall present a periodic financial statement and an annual audit to the Board of Directors. The Treasurer shall be responsible for presenting an annual budget to the Board of Directors for approval, shall file or cause to be filed all documents required to be tax compliant and not endanger the corporation's tax exempt status, and shall perform such other duties as may be prescribed by the Board of Directors from time to time.

Section 6. Elections. The officers shall be elected annually by the Board of Directors, and serve a term of one year and thereafter until their respective successor is elected and qualified.

Section 7. Removal. Any officer may be removed by the Board of Directors whenever in its judgment the best interests of the Corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the officers so removed.

Section 8. Vacancies. Any vacancy that occurs among the officers shall be filled by the Board of Directors. The person chosen shall hold office until his or her successor is elected and qualified.

Section 9. Officer Compensation and Reimbursements. An officer may receive a fee, for serving as an officer, that is reasonable for services actually rendered. Officers may be reimbursed for reasonable, ordinary and necessary travel and other out-of-pocket expenses incurred in their duties as an officer.

Section 10. Prohibited Actions. No loans or disbursements shall be made by the Corporation to any officer, except as provided in the Section entitled "Officer Compensation and Reimbursements."

ARTICLE VII. APPOINTIVE OFFICERS AND AGENTS

Section 1. Officers and Agents. The Board of Directors may appoint such officers and agents (including advisory board members) in addition to those specifically provided for in the Bylaws, as may be deemed necessary, who shall have such authority and perform such duties as shall from time to time be prescribed by the Board of Directors. All appointive officers and agents shall hold their respective offices or positions at the pleasure of the Board of Directors, and may be removed from office or discharged at any time with or without cause by a decision of the majority of the board.

Section 2. Staff. The Board of Directors shall have the authority to appoint and/or employ any person or persons deemed necessary to carry out the purposes of this Corporation.

ARTICLE VIII. COMMITTEES

Section 1. Appointment of Committees. Committees may be designated by the Board of Directors, who shall appoint their members. Each committee shall have and may exercise such powers as the Board of Directors may determine, specify and/or delegate in the respective resolutions appointing them. The Board of Directors may also appoint advisory members to serve on any committee in an ex-officio capacity or may even appoint an advisory committee, comprised entirely of non-board members in an ex-officio capacity, except for the chair of the committee, who shall be a board member.

The initial standing committees may be comprised of the following:

- a) Executive Committee
- b) Development Committee
- c) Finance and Governance Committee
- d) Marketing Committee
- e) Artistic Committee

The standing committees may be changed at any time at the direction of the Board of Directors and the committee members reassigned, as desired or required.

During the interval periods between board meetings, the Executive Committee is specifically authorized to take to take action on behalf of the Board of Directors for any emergent conditions.

The Artistic Committee shall always be comprised of the core musicians.

Section 2. Removal. The members of any committee may be removed by the Board of Directors whenever in their judgment the best interests of the Corporation shall be served by such removal.

Section 3. Chairperson. One member of each committee shall be appointed chairperson by the Board of Directors and shall be a member of the Board of Directors.

Section 4. Vacancies. Vacancies in the members of any committee may be filled by appointments made in the same manner as provided in the case of original appointments.

Section 5. Quorum. Unless otherwise provided by the Board of Directors a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

Section 6. Rules. Each committee may adopt rules for its own government not inconsistent with these Bylaws or with rules adopted by the Board of Directors.

ARTICLE IX. NOTICES

Section 1. Form of Notice. Whenever under the provisions of these Bylaws, notice is required to be given to any director or committee member, and no provision is made as to how such notice shall be given, it shall not be construed to mean personal notice, but any such notice may be given in writing, by mail, postage prepaid, by fax or mail, addressed to such director or committee member at such address as appears in the books of the Corporation. Directors may designate their preferred method of communication to the secretary and such records will be maintained and available to the Board of Directors. When notice is required, reasonable attempts will be made to notify the directors in accordance with their designated means and address; provided, however, that such address is only a preference and shall not serve as the exclusive method and address for communication. Any notice required or permitted to be given by mail, fax or email shall be deemed to be given at the time when the notice is deposited, postage prepaid, in the United States Mail, emailed, or faxed with some evidence of such event being preserved.

Section 2. Waiver. Whenever any notice is required to be given to any director or committee member under the provisions of these Bylaws, a written waiver signed by a person entitled to notice, whether before or after the time stated therein, shall be equivalent to the giving of such notice.

ARTICLE X. FISCAL YEAR

The fiscal year of this Corporation shall be a fiscal year from July 1 to June 30 of the next calendar year.

ARTICLE XI. CONTRACTS, CHECKS, DEPOSITS, AND FUNDS

Section 1. Contracts and Instruments. The Board of Directors may authorize any officer or officers, agent or agents of the Corporation, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances.

Section 2. Loans. No loan shall be contracted on behalf of the Corporation and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors.

Section 3. Checks. All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such officer or officers, agent or agents of the Corporation and in such manner as from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instrument shall be signed by the Treasurer or an Assistant Treasurer and countersigned by the President or a Vice-President of the Corporation.

Section 4. Deposit of Funds. All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board of Directors may select.

Section 5. Contributions. The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the Corporation. Conversely, the Board of Directors is not bound to accept all contributions and may decline any contribution, gift, bequest or devise.

ARTICLE XII. MINUTES, RECORDS AND REPORTS

A. Minutes. The Corporation shall keep correct and complete books and records of account. The Corporation shall also keep minutes of the proceedings of its meetings of members, the Board of Directors and committees having any of the authority of the Board of Directors.

B. Financial Records. The Corporation shall maintain current, true and accurate financial records with full and current entries made with respect to all financial transactions of the Corporation, including all income and expenditures, in accordance with generally accepted accounting practices. Financial records of the Corporation shall be open to inspection by any of the directors during business hours.

C. Reports. Based on these financial records, the Board of Directors shall annually prepare or approve a report of the financial activity of the Corporation for the

preceding year. The report must conform to accounting standards as promulgated by the American Institute of Certified Public Accountants and must include a statement of support, revenue, and expenses and changes in fund balances, a statement of functional expenses, and balance sheets for all funds.

D. Audit. The books of this Corporation may be audited annually by a certified public accountant appointed by the Board of Directors. The auditor's report shall be filed with the records of the Corporation.

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such

ARTICLE XIII. DISSOLUTION

manner, or to such organization or organizations organized and operated exclusively for charitable, scientific, literary or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as it now exists or as it may hereafter be amended, as the Board of Directors shall determine. Any of such assets not disposed of shall be disposed of by a district court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XIV. INDEMNIFICATION OF DIRECTORS AND OFFICERS

Section 1. Indemnification. Article 1396-2.22A of the Texas Non-Profit Corporation Act (the "Act") permits the Corporation to indemnify its present and former directors and officers to the extent and under the circumstances set forth therein. In addition, in some circumstances, indemnification is required by the Act. The Corporation hereby elects to and does hereby indemnify all such persons to the fullest extent permitted or required by the Act promptly upon request of any such person making a request for indemnity hereunder. Such obligation to so indemnify and to so make such determination may be specifically enforced by resort to any court of competent jurisdiction. Further, the Corporation shall pay or reimburse the reasonable expenses of such persons covered hereby in advance of the final disposition of any proceedings to the fullest extent permitted by the Act and subject to the conditions thereof.


Section 2. Insurance. The Corporation may purchase and maintain insurance against any liability asserted against and incurred by any officer or director in a capacity described in these Bylaws or arising out of the status of such a person, whether or not the Corporation would have the power to indemnify such person against that liability under this Article. The Corporation may self insure by setting aside a fund for indemnification.

ARTICLE XV. AMENDMENTS AND PARLIAMENTARY PROCEDURE

Section 1. Amendments. These Bylaws may be altered, amended or repealed and new Bylaws may be adopted at any regular or special meeting of the Board of Directors by a majority vote of the directors present provided that notice setting forth the proposed alterations, amendments, or new Bylaws has been given to all members of the Board of Directors not less than seven (7) days before such meeting.

Section 2. Parliamentary Procedure. In all cases where parliamentary procedure of the Corporation is not provided by these Bylaws, *Robert's Rules of Order, Revised* shall govern.

As amended and approved by a Majority Consent of the Board of Directors on 15th day of May, 2008.



Ertan Torgul, Chairman

Attest:

Carolyn E. True, Secretary

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