



TEMA

TEXAS ENERGY MANAGERS ASSOCIATION CHARTER INFORMATION

**A PROFESSIONAL ASSOCIATION FOR THOSE RESPONSIBLE FOR ENERGY MANAGEMENT
IN TEXAS PUBLIC FACILITIES**

REGIONAL CHAPTER MEMBERSHIP PACKAGE CONTAINS THE FOLLOWING INFORMATION:

ORGANIZATIONAL CHART

ABOUT TEMA

MISSION STATEMENT

TEMA ETHICS AND CODE OF CONDUCT

CONFLICT OF INTEREST

REGIONAL CHAPTER BENEFITS

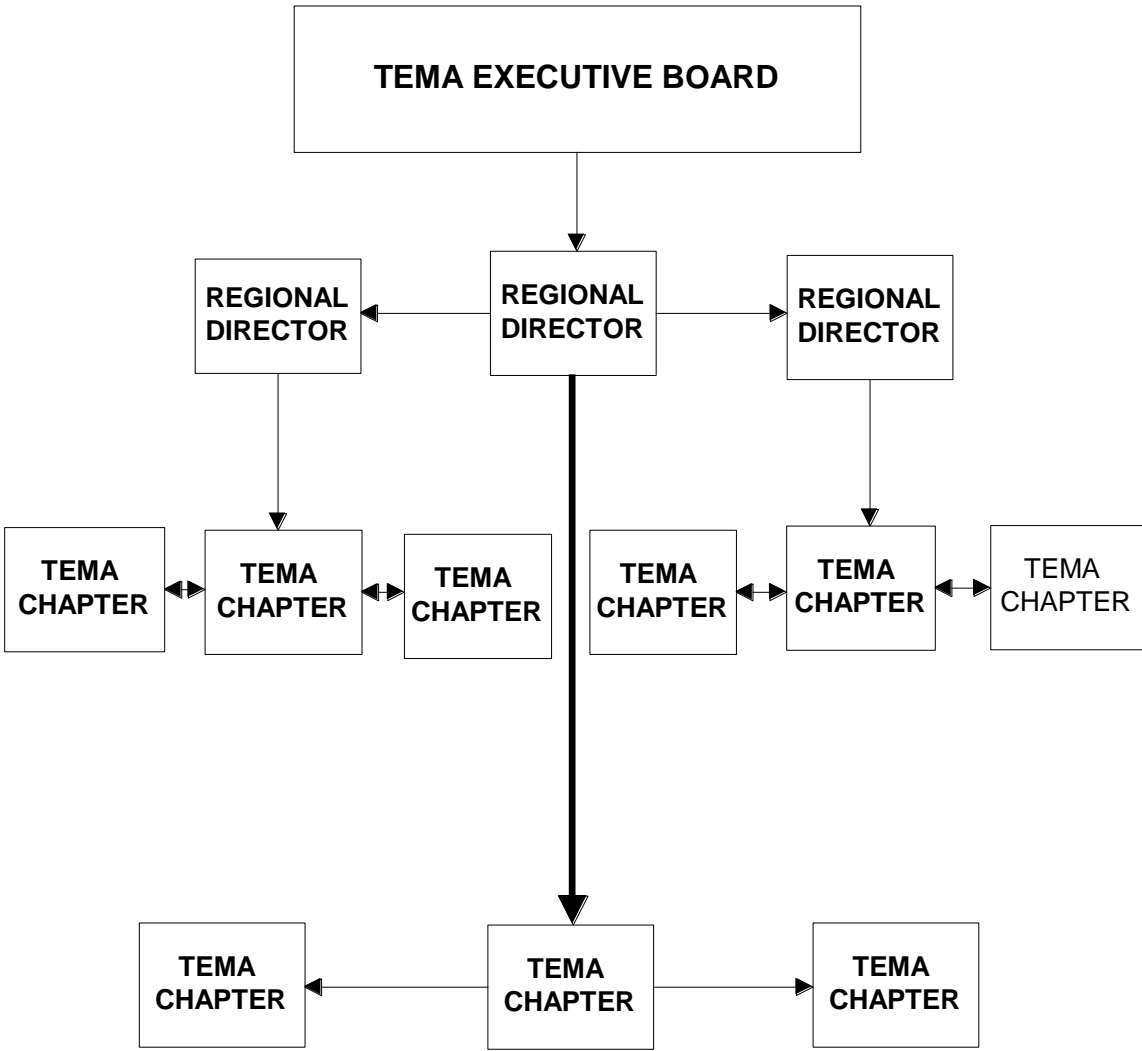
PROCEDURES FOR STARTING AND BECOMING A REGIONAL CHAPTER

REGIONAL CHAPTER FORMS

A TEMA Regional administrative director will be chosen to be your advisor through the charting process.



TEMA ORGANIZATIONAL CHART





TEMA

TEXAS ENERGY MANAGERS ASSOCIATION REGIONAL CHAPTER INFORMATION

ABOUT TEMA

The Texas Energy Managers Association (TEMA) was established in 2008 in Texas as a nonprofit Association in conjunction with the State Energy Conservation Office (SECO). TEMA is committed to assisting and recognizing those responsible for energy management in all public buildings to achieve the greatest possible energy efficiency.

TEMA MISSION STATEMENT AND BEST PRACTICES

TEMA promotes the responsible use of public funds through efficient energy management practices.

Purposes of the Association

Promote the responsible use of public funds through energy management.

Establish the highest standards of ethics and efficiency in energy management methods and practices for the needs of the State of Texas.

Provide a consolidation of experience, knowledge and interest in the field of energy management.

Serve as an instrument for the dissemination of information related to energy management and/or the administration of energy management.

Share strategies for the financing and implementation of energy efficiency.

Cooperate and/or affiliate with other energy related professional organizations in all areas of common interest.



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TEXAS ENERGY MANAGERS ASSOCIATION REGIONAL CHAPTER MEMBERSHIP ETHICS AND CODE OF CONDUCT FOR VOTING MEMBERS

Code of Ethics for Board Members

Members of the Board of Directors are committed to observing and promoting the highest standards of ethical conduct in the performance of their responsibilities.

Board members pledge to accept this code as a minimum guideline for ethical conduct and decision-making and shall:

Accountability

1. Faithfully abide by the Articles of Incorporation, by-laws and policies of the organization.
2. Exercise reasonable care, good faith and due diligence in organizational affairs.
3. Fully disclose, at the earliest opportunity, information that may result in a perceived or actual conflict of interest.
4. Fully disclose, at the earliest opportunity, information of fact that would have significance in board decision-making.
5. Remain accountable for prudent fiscal management to association members, the board, the government entities served and any funding bodies.

Professional Excellence

6. Maintain a professional level of courtesy, respect, and objectivity in all activities.
7. Strive to uphold and assist other members of the board in upholding the highest standards of conduct.

Personal Gain

8. Exercise the powers invested for the good of all members of the organization rather than for his or her personal benefit, or that of any other organization they may represent.

Equal Opportunity

9. Ensure the right of all to appropriate and effective services without discrimination on the basis of geography, political, religious, or socio-economical characteristics.
10. Ensure the right of all to appropriate and effective services without discrimination on the basis of the organization's volunteer or staff make-up in respect to gender, sexual orientation, national origin, race, religion, age, political affiliation or disability, in accordance with all applicable legal and regulatory requirements.

Confidential Information

11. Respect the confidentiality of sensitive information known due to board service.

Collaboration and Cooperation

12. Respect the diversity of opinions as expressed or acted upon by the board, committees, and formally register dissent as appropriate.
13. Promote collaboration, cooperation, and partnership.



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TEXAS ENERGY MANAGERS ASSOCIATION CONFLICT OF INTEREST

Conflict of Interest Policy

Article I - Purpose

The purpose of the conflict of interest policy is to protect the Texas Energy Managers Association (Organization) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Article II – Definitions

1. Interested Person

Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

2. Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
- b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Article III – Procedures

1. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest

- a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.



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REGIONAL CHAPTER BENEFITS

SHARING KNOWLEDGE AND RESOURCES

TRAINING WORKSHOPS

REGIONAL MEETINGS

ANNUAL STATE CONVENTION

WEBSITE INFORMATION

LEGISLATIVE UPDATES

MONEY SAVING OPPORTUNITIES

NETWORKING



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TEXAS ENERGY MANAGERS ASSOCIATION

REGIONAL CHAPTER MEMBERSHIP

The Nature of the Relationship between TEMA Regional Chapters and the TEMA Executive Board

- TEMA Regional Chapters are one organization with a single statewide mission
- Within this mission, Regional Chapter Boards have the authority and the responsibility to develop resources and implement programs and activities within State of Texas approved policies and standards concerning public funded organizations.
- TEMA is one entity with Regional Chapters authorized to use the name, logo, etc., and to represent the TEMA within their designated geographic areas.
- Regional Chapters can carry out the work within the State of Texas to promote TEMA.

TEMA Regional Chapter Requirements

- Adhere to all TEMA by-laws, policies, guidelines, procedures and practices and all applicable federal, state and local requirements.
- Use the TEMA logo and slogans only in an appropriate manner.
- Accept, allocate and use all funds and property received in accordance with the policies of TEMA.
- Submit, by the established deadline, an approved plan of work and supporting annual budget.
- Conduct one meeting a month in accordance with the TEMA guidelines.
- Participate annually in the TEMA State wide symposium by promoting the association, its website and organization of meetings and conferences.
- Additional Chapter developed programs must be reviewed and approved by the TEMA Executive Board in advance of their implementation.
- All contracts and agreements are to be submitted to the TEMA Executive Board for approval.
- Promotion of all TEMA energy management programs within the chapter or service area.
- Assist as appropriate with the implementation of TEMA advocacy initiatives.
- Establish a permanent mailing address for your Regional Chapter.



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TEXAS ENERGY MANAGERS ASSOCIATION

CHARTER MEMBERSHIP

A TEMA Regional Director member will be chosen to be your advisor through the chartering process.

Establish interim officers by vote or volunteer - At a minimum to include: President, Vice President, Secretary / Treasurer. Pick three board members to start your Chapter

1. To be considered as a TEMA Regional Chapter, a minimum of ten (10) members must sign the Regional Chapter form. The newly elected Board will count as part of the 10 members. The form will act as a letter of intent to become a Regional Chapter of the Texas Energy Managers Association.
2. Regional Chapters must adopt the bylaws already formed by the TEMA Executive Board. Any changes to the original set of bylaws must be approved by the TEMA Executive Board.
3. Once items 1 and 2 above have been completed, put together with the proposed Chapter Form.
4. At the next TEMA Executive Board meeting the President will submit your proposal to become a Regional Chapter for Board approval.
5. Pending approval of your Regional Chapter by the TEMA Executive Board, your Regional Chapter may have and hold meetings.
6. Upon approval and receipt of the official notice from the TEMA Executive Board, the President will recognize your Regional Chapter as a Chartered Chapter membership within the State association of TEMA. You may then organize Regional Councils as stipulated by the Regional Council Bylaws.
7. Each Regional Chapter will need to complete and send meeting notes one week after meeting has been adjourned.
8. Again, assistance will be provided by the TEMA Executive Board to help execute all the above defined steps.



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TEXAS ENERGY MANAGERS ASSOCIATION REGIONAL CHAPTER MEMBERSHIP APPLICATION

A PROFESSIONAL ASSOCIATION FOR THOSE RESPONSIBLE FOR ENERGY MANAGEMENT IN TEXAS PUBLIC FACILITIES

Proposed Name of your Chapter _____

We have read and support the TEMA Constitution and By-Laws:

<http://www.texasema.org>

Chapter Acting President signature _____ Date _____

Chapter Acting Vice-President signature _____ Date _____

Chapter Acting Secretary-Treasurer signature _____ Date _____

Address: _____ City/State/Zip: _____

E-mail Address: _____

Phone: _____ Fax: _____

Name and E-Mail Addresses of 10 Prospective Members:

Name _____ Email _____

Name _____ Email _____

Name _____ Email _____

Name _____ Email _____

Name _____ Email _____

Name _____ Email _____

Name _____ Email _____

Name _____ Email _____

Name _____ Email _____

Name _____ Email _____

Name _____ Email _____

Name _____ Email _____

TEMA Membership, 100 East Main Street, Suite 201, Round Rock, Texas 78664

Adopted 6/4/2009



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TEXAS ENERGY MANAGERS ASSOCIATION REGIONAL CHAPTER MEMBERSHIP

REGIONAL CHAPTER MONTHLY MEETING NOTES

Chapter Name: _____

Monthly Chapter Meeting Date: _____

Meeting Location: _____

Number in Attendance: _____

Chapter Meeting Topic: _____

MEETING NOTES:

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Adopted 6/4/2009