

**NUCA Gulf Coast.
BYLAWS**

These Bylaws (referred to as the "Bylaws") govern the affairs of NUCA GULF COAST, a nonprofit corporation organized under the Texas Business Organizations Code, Chapter 22, (referred to as the "Act") established under the National Utility Contractors Association (referred to as "National Organization").

ARTICLE I NAME, LOCATION, PURPOSE AND RESTRICTIONS

- I -1. NAME. The name of the corporation is NUCA GULF COAST (the "Gulf Coast Organization"), a nonprofit corporation incorporated in Texas, United States of America.
- I-2. LOCATION. The registered office of the Gulf Coast Organization shall be in Texas. The location of the Gulf Coast Organization's office may be changed at the discretion of the Board of Directors.
- I -3. PURPOSES. The Gulf Coast Organization is organized for the purpose of performing one or more activities within the meaning of Section 501 (c)(6) of the Internal Revenue Code, as amended (hereinafter the "Code"). Specifically, the purposes of the Gulf Coast Organization are as follows:
- a) To define, establish, and preserve the identity and common interests of the Gulf Coast utility construction and excavation industry.
 - b) To promote better relations between Members, governmental agencies, other Gulf Coast Organizations, other contractors and suppliers, manufacturers, engineers, and the public.
 - c) To disseminate information relative to the industry in which Gulf Coast Organization Members are engaged.
 - d) To articulate and advocate the needs and interests of the utility construction and excavation industry before legislative, administrative, and judicial branches of local, state, and national governments.
 - e) To support or participate in legal actions to the extent and in the manner deemed appropriate in each case, which affect the interests of the utility construction and excavation industry.
 - f) To promote ethical practices among Members and the general public.
 - g) To encourage and educate Members on safety in the conduct of work.
 - h) To exchange data and information with other trade associations, chambers of commerce, boards of trade, and others engaged in similar activities.
 - i) To encourage and provide education of the Members in the economical and profitable pursuit of the utility construction and excavation industry in accordance with sound business principles.
 - j) To promote the practical application of scientific and technical knowledge for the benefit of public health, safety and comfort.
 - k) To grow the Membership of the National, State, and Gulf Coast Associations and promote participation within the Gulf Coast region.
 - l) To do anything necessary and proper for the accomplishment of the objectives herein set forth or which shall be recognized as proper and lawful objectives of NUCA Gulf Coast Organization's organized pursuant to Section 501 (c)(6) of the Code, all of which shall be consistent with the public interest, as well as in the interest of this industry and trade.

- I -4. RESTRICTIONS. All policies and activities of the Gulf Coast Organization shall be consistent with:
- a) Applicable federal, state, and local antitrust, trade regulations and other legal requirements; and
 - b) Applicable tax exemption requirements, including that the Gulf Coast Organization not be organized for profit and that no part of its earnings inure to the benefit of any private individual.
- I -5. AFFILIATIONS. The purposes and basic policies of the Gulf Coast Organization shall in every case be aligned with the purposes and basic policies of National Organization, a nonprofit corporation organized, operated and exempt within the meaning of Section 501 (c)(6) of the United States Tax Code. This Gulf Coast Organization shall, for tax exempt purposes, at all times be an affiliate of the National Organization, and the purposes, policies and activities of the Gulf Coast Organization shall not be in conflict with those of the National Organization. All policies and activities of the Corporation shall be consistent with applicable federal, state, and local antitrust, trade regulations and other legal requirements. The purposes and basic policies of the Gulf Coast Organization shall also be aligned with the purposes and basic policies of NUCA Texas, Inc. (hereinafter referred to as “State Organization”). In the event of conflict between the purposes and basic policies of State Organization and National Organization, those of National Organization shall take precedence.
- I -6. REGION. The region represented by the Gulf Coast Organization is defined by the National Organization as the Gulf Coast region.

ARTICLE II MEMBERSHIP

- II -1. MEMBERSHIP QUALIFICATIONS. Membership in the Gulf Coast Organization is available to entities involved in, or associated with, the utility construction and excavation industry.
- II -2. TYPES OF MEMBERSHIP. There are five types of membership in the Gulf Coast Organization.
- a) Contractor Member. A Contractor Member shall be any entity engaged in the excavation, site preparation, earth moving or the construction and/or rehabilitation of utility systems including, but not limited to, storm sewers, sanitary sewers and drainage systems, water lines, cables, ducts, conduits, gas lines, tunneling, boring, trenchless construction, treatment systems, pump stations and other utility construction and appurtenances thereof. If an entity qualifies for this type of membership then it is automatically precluded from joining as any other type of Member.
 - b) Specialty Contractor Member. A Specialty Contractor Member shall be any entity that employs labor on the job site in support of utility construction or excavation work, but does not directly bid or perform any utility construction or excavation work. If an entity qualifies for this type of membership then it is automatically precluded from joining as any other type of Member. This type of membership is equivalent to Contractor Member within the Gulf Coast Organization.
 - c) Associate Member. An Associate Member shall be any entity involved in the utility construction or excavation industry as a supplier of equipment, materials, or services to Contractor Members that does not qualify as an Institutional or Engineering Member.
 - d) Institutional Member. An Institutional Member shall be any school or governmental entity involved in the utility construction/excavation industry. This type of membership is considered equivalent to Associate Member within the Gulf Coast Organization.

- e) **Engineering Member.** An Engineering Member shall be any entity involved in design and/or engineering of utility construction and/or excavation. This type of membership is considered equivalent to Associate Member within the Gulf Coast Organization.
- II -3. **ADMISSION.** Membership in the Gulf Coast Organization commences upon receipt of an activation form and the appropriate payment of annual dues by membership type. Membership in the Gulf Coast Organization includes membership in both the National and State Organizations.
- II -4. **DUTIES OF MEMBERSHIP.** Each Member is obligated to comply with these Bylaws as well as the Policy Manual and any other rules adopted by the Gulf Coast Organization and to meet all financial obligations to the Gulf Coast Organization in a timely manner. Each Member is expected to cooperate fully with appropriate officials of the Gulf Coast Organization with respect to Gulf Coast Organization matters. A Member in compliance with this section is considered to be in Good Standing with the Gulf Coast Organization.
- II -5. **RIGHTS AND PRIVILEGES OF MEMBERSHIP.** The privilege of membership granted to Members in good standing in the Gulf Coast Organization includes: the right to participate in Gulf Coast Organization activities, receive the Gulf Coast Organization's publications, and publicize such Membership, including the use of the Gulf Coast Organization's logo, so long as the logo is not used in any manner which would adversely reflect on the Gulf Coast Organization. Each Member shall be entitled to one vote on each matter submitted to a vote of the membership. Members' (companies') Employees are eligible to serve on committees and the Board of Directors. All rights, privileges, and interest of a Member shall cease immediately on the termination of membership. No Member shall have any ownership right or interest in any property or assessments of the Gulf Coast Organization.
- II -6. **RESIGNATION.** Any Member may resign by filing a written resignation with the Executive Director. Resignation does not relieve a Member from liability for financial obligations to the Gulf Coast Organization that have been accrued and remain unpaid as of the date of resignation.
- II -7. **TERMINATION OF MEMBERSHIP.** Any Member expelled from their National Organization affiliation is expelled from the Organization. Any Member may be expelled for violation of the DUTIES OF MEMBERSHIP by a two-thirds vote of the Board of Directors. Any Member proposed for expulsion shall be given advance written notice with the reason for expulsion and an opportunity to contest as specified in the Policy Manual. The Board of Directors or its designee will give final written notice of the Board's decision to the Member. Members that have been expelled may be eligible for readmission.

ARTICLE III DUES

- III -1. **DUES RATES.** The Budget and Finance Committee shall annually review dues rates, payment procedures and penalties; and propose any changes to be ratified by the Board. All membership dues shall include the National Organization, State Organization and Gulf Coast Organization dues. The current schedule of dues shall be maintained in the Gulf Coast Organization Policy Manual.
- III -2. **BILLINGS.** Except where a special agreement exists between the member and National Organization, composite dues for the Chapter, State Organization and National Organization shall be billed annually by December 31 for the following year.

- III -3. MEMBERSHIP LISTS. On an annual basis the Gulf Coast Organization shall provide State Organization and National Organization with rosters and schedules of dues for all Member types, and will communicate any additions, deletions, or changes to membership during the course of the year.
- III -4. DELINQUENCY. A Member is considered delinquent if appropriate dues are not paid within thirty days of the January 1 annual dues renewal date, unless otherwise proscribed by an agreement with National Organization, and thus would not be in good standing.

ARTICLE IV GULF COAST ORGANIZATION GOVERNANCE

- IV -1. BOARD OF DIRECTORS. The governing body of the Gulf Coast Organization is the Board of Directors which has the authority and is responsible for the supervision, control, and direction of the Gulf Coast Organization.
- IV -2. COMPOSITION OF THE BOARD. The Board of Directors will be comprised of at least 11 persons but not exceeding 13 persons from the Members. The Board of Directors shall consist of:
- a) The five Officers of the Gulf Coast Organization (hereinafter the "Executive Committee");
 - b) Up to six, but no fewer than four additional Contractor Directors;
 - c) As many as two Associate Directors.
- IV -3. COMPOSITION OF THE EXECUTIVE COMMITTEE. The Executive Committee is comprised of the Gulf Coast Organization officers: President, Vice President-Contractor, Vice President-Associate, Immediate Past President, and Secretary/Treasurer. The former President shall assume the office of Immediate Past President. If any President serves a consecutive term the officer holding the Immediate Past President position shall likewise remain in office during the President's consecutive term of office. The President and Vice President-Contractor shall each be a Contractor Member. Vice President-Associate shall be an Associate Member.
- IV-4 QUALIFICATIONS. No person may hold more than one office at a time. Individuals employed by the same Member may not simultaneously hold Officer Positions. Directors must maintain their membership in good standing with the Gulf Coast Organization throughout their term in office.
- IV -5. DUTIES. The Officers shall perform those duties that are usual to their positions assigned to them by the Board of Directors, or described in the Policy Manual. The President shall serve as Chairman of the Board of Directors and the Executive Committee and shall be responsible for the governance of the Gulf Coast Organization. The Secretary/Treasurer shall be responsible for the financial affairs of the Gulf Coast Organization and shall be assigned the duties of a secretary.
- IV -6. ELECTION. Nomination of Directors, including Officers (other than Past President) and directors appointed to represent the Gulf Coast Organization on the State Organization Board, shall be done by a Nominating Committee to be chosen by the Executive Committee. A member may be nominated for, and hold a position on, both the Gulf Coast Organization and State Organization Boards simultaneously although their candidacy for each position would be considered separately. The Nominating Committee will prepare a slate of the nominees for approval by the current Board of Directors. The Nominating Committee's slate, once approved by the board, shall be ratified at the annual meeting of the Gulf Coast Organization and shall be effective immediately. If the entire slate fails to be ratified, ratification shall be done by position. Nominations will be taken from the floor for any position that cannot be ratified.

- IV -7. TERM OF OFFICE. The term of office for Officers shall be one year. The term of office for all other Directors shall be two years. All Board Members may serve up to two consecutive terms in the same position if they are nominated and ratified for a second term, except the Secretary/Treasurer who may serve up to four terms. The terms of office of Directors shall be staggered, whereby half of the Directors shall be elected each year.
- IV-8. MEETINGS. The Board of Directors shall meet at least once each quarter. A formal agenda will be prepared for each meeting and formal minutes will be prepared and kept on file in the Gulf Coast Organization's office. Written or electronic meeting notices will be provided to all Directors a minimum of 10 days before the meeting. Special meetings of the Board of Directors may be called by the President and by any two Directors. The Directors calling a special meeting shall notify the Secretary/Treasurer of the information required to be included in the notice of the meeting.
- IV -9. VOTING. A majority of the Directors shall constitute a quorum for the transaction of business at any meeting duly called except where some other number is required by law or by these Bylaws. Directors may participate in meetings by proxy by authorizing, by written proxy, another Director to cast their vote. The vote of a majority of Directors present and voting at a meeting at which a quorum is present shall be sufficient to constitute the act of the Board of Directors unless the act of a greater number is required by law or the Bylaws. A Director who is present at a meeting and abstains from a vote is considered to be present and voting for the purpose of determining the decision of the Board of Directors. A Director who is represented by proxy in a vote is considered present. Between meetings of the Board of Directors, questions may be submitted to the Board by alternate means. An action may be taken without a meeting if a written consent, stating the action to be taken, is provided by a majority of the Directors within 15 days of the vote request. If less than one-half of the Board of Directors has responded affirmatively, the vote fails. Prompt notice of the taking of an action by the Directors without a meeting by less than unanimous written consent shall be given to each Director who did not consent in writing to the action.
- IV -10. COMPENSATION. Directors shall receive no compensation for their services as Directors. A Director may serve the Gulf Coast Organization in any other capacity and receive compensation for those services.
- IV -11. REMOVAL. A Director may be removed for reasonable cause, including conduct not in the best interest of the Gulf Coast Organization as determined by the Board of Directors, by a two-thirds vote of the Directors present at a duly called meeting. A meeting to consider the removal of a Director may be called with notice to the Board of Directors. The notice of the meeting shall state that the issue of possible removal of the Director will be on the agenda.
- IV -12. VACANCIES. If a vacancy occurs on the Board for any reason, the remaining Directors may fill the position by appointment for the unexpired portion of the term.
- IV -13. SUCCESSION. If the president should become temporarily unable to perform the duties of the office or preside at a meeting responsibility shall be handed off in the following order: Vice President-Contractor, Immediate Past President, Secretary/Treasurer and Vice President-Associate. In the absence of the Officers, a chairman chosen by a majority of the Directors shall preside.

ARTICLE V ANNUAL MEMBERSHIP MEETING

- V -1. ANNUAL MEMBERSHIP MEETING. The Gulf Coast Organization shall hold an Annual Membership Meeting at such time and place as selected and noticed by the Board of Directors

with at least 15 days notice to the membership. The meeting shall not conflict with the major State Organization or National Organization meetings. At the annual meeting, Members shall transact any business presented by the Board of Directors. The membership shall participate in the ratification of the slate of Officers and Directors for the ensuing year. The outgoing President shall provide a report on the Gulf Coast Organization's activities for the previous year, which shall include any policy and procedural changes for ratification by the regular membership. Formal minutes will be prepared and kept on file in the Gulf Coast Organization's office.

- V -2. SPECIAL MEMBERSHIP MEETINGS. A special membership meeting may be called at any time, but only by the Board of Directors. Notice shall be given to the membership at least 15 days in advance and shall State Organization the place, day, and time of the meeting, and the purpose or purposes for which the meeting is called.
- V -3. CONDUCT OF BUSINESS AND QUORUM. Except as otherwise provided herein, all Gulf Coast Organization business shall be conducted in accordance with the procedures set forth in the most current version of Robert's Rules of Order, unless the Board of Directors determines that alternative procedures should be used. When a membership meeting has been properly noticed, the Members with voting rights present shall constitute a quorum for the transaction of business. A majority vote of Members, in good standing, present at the meeting shall be sufficient to constitute an act of the membership, unless a higher percentage is required herein or under applicable law.
- V -4. VOTING. Each Member is entitled to cast one vote on any business conducted at the Annual Membership Meeting. Every Member having the right to vote shall be entitled to vote in person or by proxy appointed by an instrument in writing subscribed by such Member and delivered to the Secretary/Treasurer at the meeting. A Member vote on any matter may also be conducted by mail, by facsimile transmission, by electronic message, or by any combination of those methods. A majority of Members responding decides except where some other number is required by law or by these Bylaws. No Member owing dues or any assessment shall be entitled to vote or cast a proxy vote at the Annual Membership Meeting.

ARTICLE VI COMMITTEES

- VI -1. STANDING COMMITTEES. The following shall be standing committees of the Gulf Coast Organization, established at all times:
- a) Executive Committee. The Executive Committee shall be comprised of all Officers of the Gulf Coast Organization. The Executive Committee manages the programs and governance of the Gulf Coast Organization and acts on behalf of the Board of Directors when the Board is not in session. The Executive Committee shall conduct the business of the Gulf Coast Organization related to administrative matters, including the employment of the Executive Director. Any General Counsel shall be appointed or terminated by the Executive Committee.
 - b) Budget and Finance Committee. The Executive Committee, along with two additional presidential appointees, shall serve as the Budget and Finance Committee. The Secretary/Treasurer shall serve as Chairman of the Budget and Finance Committee. Auditors shall be appointed or terminated by the Budget and Finance Committee.
- VI -2. COMMITTEES OTHER THAN STANDING COMMITTEES. Committees other than standing committees may be created by the Executive Committee. Committee Chairmen, Vice Chairmen, and members shall be appointed by the Executive Committee, and the Chairs may select

additional members of the committees they chair. Committees shall file reports or minutes as described in the Policy Manual.

- VI -3. **TASK FORCES.** From time to time, issues of consequence may require study, but not fall under the auspices of a committee. In this case, the President may appoint a special Task Force. The time of service for this group is for the length of time required to conduct its study and report its findings to the Executive Committee and Board of Directors. Once the report is made, the Task Force is dissolved, unless otherwise directed by the Board.

ARTICLE VII AMENDMENTS, RULES, FISCAL POLICIES

- VII -1. **AMENDMENTS.** The Board of Directors may make amendments to these Bylaws related to the administrative functions of the Board of Directors and the Gulf Coast Organization, without the approval of the Members. All other amendments to these Bylaws shall be made with 30 days written notice, including a description of the proposed amendments, at the Annual Membership Meeting of the Gulf Coast Organization and a two-thirds vote of the Members in attendance. If the Members reject a Board-adopted temporary bylaw amendment, any prior Board action made pursuant to the temporary bylaw amendment shall not be affected, void or voidable solely because of the Members' rejection of the temporary bylaw amendment. To ensure coordination of the nonprofit purposes of this Gulf Coast Organization and National Organization (and not as a means of control otherwise of this Gulf Coast Organization by National Organization), any proposed amendments shall be subject to approval by the National Organization through its designated representative or body before any presentation for vote by the Members.
- VII -2. **POLICY MANUAL.** The Executive Committee shall establish rules and policies consistent with these Bylaws. The current version of these rules and policies shall be consolidated into a Policy Manual.
- VII -3. **FISCAL POLICIES.** The fiscal year for this Gulf Coast Organization shall be January 1 through December 31. Financial documents must be produced at least quarterly and kept on file at the Gulf Coast Organization's offices. The Gulf Coast Organization's financial reports, tax filings, and related records shall be retained by the Gulf Coast Organization consistent with generally accepted records retention policies.
- VII -4. **INSPECTION AND COPYING.**
- a) **Directors, Officers and Members' Inspection.** Subject to paragraph VII-4(b) below, an individual Director, Officer or Member of the Gulf Coast Organization, on written demand stating the purpose of the demand, may inspect and copy at the Director, Officer or Member's expense, in person or by agent, accountant, or attorney, at any reasonable time and for a proper purpose, the books and records of the Gulf Coast Organization. The Board of Directors may establish reasonable fees and policies for copying the Gulf Coast Organization's books and records requested. The fees may cover the cost of materials and labor, but may not exceed the Internal Revenue Service guidelines for providing copies.
 - b) **Protection of Proprietary Information.** Pursuant to applicable law, and to protect the interests of the Gulf Coast Organization, the Board of Directors may require, as a condition precedent to any inspection or copying of confidential, proprietary, or trade secret books and records, that the Director or Officer requesting the records execute a Nondisclosure or Confidentiality Agreement relating to the nondisclosure of the books and records inspected or copied.

VII -5. AFFILIATED TRANSACTIONS. No contract or transaction between the Gulf Coast Organization and one or more of its Directors, Officers, or Members, or between the Gulf Coast Organization and any other corporation, partnership or Gulf Coast Organization or other organization in which one or more of its Directors, Officers or Members are Directors or Officers, or have a financial interest, shall be void or voidable solely for this reason, if:

- a) The material facts concerning the financial interests are disclosed to the Board of Directors or committee and the Board of Directors or committee authorizes the contract or transaction by the affirmative vote of a majority of the disinterested Directors or committee members.
- b) The contract or transaction is fair to the Gulf Coast Organization at the time of the approval. Nothing herein shall prevent retroactive approval of a transaction. The interested Director or committee member that is present may be counted towards a quorum for purposes of voting on the contract or transaction. The interested Director or committee member may participate in the discussion of the matter, but may not vote.

ARTICLE VIII ANTI-TRUST COMPLIANCE

VIII -1. ANTI-TRUST INTENT. It is the undeviating policy of the Gulf Coast Organization to comply strictly with the letter and spirit of all federal, state, district, municipal and applicable international trade regulations and antitrust laws. Any activities of the Gulf Coast Organization or Gulf Coast Organization-related actions of its staff, Officers, Directors or Members, which violate these regulations and laws are detrimental to the interests of the Gulf Coast Organization and are unequivocally contrary to Gulf Coast Organization policy.

VIII -2. ANTI-TRUST IMPLEMENTATION. Implementation of the anti-trust compliance policy of the Gulf Coast Organization shall include, but shall not be limited to the following:

- a) Board of Directors, Executive Committee and other Committee meetings shall be conducted pursuant to agendas distributed in advance to attendees, except where otherwise permitted by these Bylaws; any actions by the Board or committee shall be limited to agenda items, unless the action is permitted otherwise such as by written consents; minutes of meetings shall be distributed to Board or committee members.
- b) All Gulf Coast Organization activities shall be avoided which might be construed as tending to: raise, lower or stabilize prices; regulate production; allocate markets; encourage boycotts; foster unfair trade practices; assist in monopolization; or in any way violate federal, state or applicable international trade regulations and antitrust laws.
- c) Associate Members, Officers, Directors or employees who participate in conduct which the Board of Directors by a two-thirds majority vote determines to be contrary to the Gulf Coast Organization antitrust compliance policy shall be subject to disciplinary measures up to and including membership termination.

ARTICLE IX INDEMNIFICATION

IX -1. INDEMNIFICATION. The Gulf Coast Organization shall indemnify a Director, Officer, committee member, employee, or contracted agent of the Gulf Coast Organization who was, is, or may be named defendant or respondent in any proceeding as a result of his or her actions or omissions within the scope of his or her official capacity in the Gulf Coast Organization, if and to the fullest extent allowed by the Act or other applicable law. The Corporation may purchase and maintain at its expense, insurance on behalf of such persons to the fullest extent permitted by applicable law.

ARTICLE X MISCELLANEOUS

- X -1. DISSOLUTION. The Gulf Coast Organization shall use its funds only to accomplish the objectives and purposes specified in these Bylaws and no part of said funds shall inure or be distributed to the Members of the Gulf Coast Organization. Upon dissolution or relinquishment of the charter, all Gulf Coast Organization assets shall be transferred to the control and direction of National Organization to redistribute to such other state or local organization qualified as exempt from taxes under Section 501(c)(6) of the Internal Revenue Code that serve similar purposes as the Gulf Coast Organization and that are chartered by the National Organization in Texas, or as the National Organization may otherwise determine so long as National Organization is then exempt pursuant to Section 501(c)(6) of the Internal Revenue Code. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Gulf Coast Organization 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 similar exempt purposes.
- X -2. LEGAL AUTHORITIES. The Bylaws shall be construed in accordance with the laws of the state of Texas. All references in the Bylaws to statutes, regulations, or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time.
- X -3. LEGAL CONSTRUCTION. If any Bylaw provision is held to be invalid, illegal, or unenforceable in any respect, the invalidity, illegality, or unenforceability shall not affect any other provision and the Bylaws shall be construed as if the invalid, illegal, or unenforceable provision had not been included in the Bylaws.
- X -4. HEADINGS. The headings used in the Bylaws are used for convenience and shall not be considered in construing the terms of the Bylaws.
- X -5. GENDER. Wherever the context requires, all words in the Bylaws in the male gender shall be deemed to include the female or neuter gender, all singular words shall include the plural, and all plural words shall include the singular.
- X -6. SEAL. The Board of Directors may provide for a corporate seal.
- X -7. POWER OF ATTORNEY. A person may execute any instrument related to the Gulf Coast Organization by means of a power of attorney if an original executed copy of the power of attorney is provided to the Secretary of the Gulf Coast Organization to be kept with the Gulf Coast Organization's records.
- X -8. PARTIES BOUND. The Bylaws shall be binding upon and inure to the benefit of the benefit of the Directors, Officers, Members, committee members, employees, and agents of the Gulf Coast Organization and their respective heirs, executors, administrators, legal representatives, successors, and assigns except as otherwise provided in the Bylaws.
- X -9. ELECTRONIC SIGNATURES. To the fullest extent permitted by the Act and other law, including the Texas Uniform Electronic Transactions Act, electronic signatures (such as e-mail) of Directors, Officers, Members, committee members as between each of them and the Gulf Coast Organization, shall constitute the valid signature of the person for purposes of obtaining consents or other matters prescribed by these Bylaws, unless a written refusal to conduct any or certain transactions by electronic means is submitted.

These Bylaws were adopted by the NUCA Gulf Coast Board of Directors as attested to by the Executive Committee. They are provisional until ratification or rejection by the membership at the next annual meeting.

Robert Garner, President

Date

Klynn Lundemo, Vice President - Contractor

Date

Christian Toepfer, Vice President - Associate

Date

Josh Aumiller – Secretary /Treasurer

Date