

# SECTION 11

## TRA OVERVIEW

### MISSION STATEMENTS

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#### TRA Mission and Purpose

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It is the mission of the Texas Restaurant Association to be the advocate in Texas and indispensable resource for the hospitality and foodservice industry.

#### Chapter Mission and Purpose

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TRA's Executive Committee has identified five key areas of responsibility on which local chapters should focus in order to strengthen the chapter and provide greater service to the membership. Those areas are:

1. Communication
2. Education
3. Current Affairs
4. Public Relations
5. Social

### TRA ORGANIZATION AND STRUCTURE

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#### Organizational Structure

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The Texas Restaurant Association is a non-profit corporation exempt from federal income tax under section 501(c) 6 of the Internal Revenue Service Code. This section applies to business leagues and trade associations.

All exempt organizations must meet certain requirements to obtain tax-exempt status. For example, all such organizations must be organized on a not-for-profit basis, which means that the organization may earn a profit but its principal purpose must not be to earn a profit. 501(c) 6 organizations must represent at least one entire line of business and the organizing documents must state that the principal purpose is to promote the common business interest of its members.

Additionally, assets of the Association may not inure to the benefit of any private person, that is

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to say that the organization may only use the assets for valid obligations and in amounts equivalent to the fair market value of goods and services purchased.

The local chapters derive their exempt status under a Group Exemption Letter granted to the Texas Restaurant Association by the Internal Revenue Service.

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## Articles of Incorporation

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The articles of incorporation establish the legal basis for an association's separate corporate existence and are the primary law of the Association. Incorporation of a nonprofit association has most of the advantages of incorporation of a business enterprise. It eliminates the personal liability of members, establishes continuity and makes available applicable laws and guidelines concerning the formation and administration of the organization. Each local chapter is organized as a corporation registered in the State of Texas.

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## Bylaws - Definition and Purpose

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Bylaws are rules adopted and maintained by an association to define and direct its internal structure and management and are subordinate to the articles of incorporation. Changes in bylaws may affect an organization's exempt status; therefore, any changes must be included with a chapter's annual tax return and will be reviewed by the IRS.

## CHAPTER FORMATION

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### Standing Chapters

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Standing chapters of the Texas Restaurant Association have the responsibility of providing an outlet for foodservice owners and operators in a geographical area an opportunity to meet, exchange ideas and explore issues that would be helpful or harmful to the industry as a whole.

Chapters also provide members an opportunity for education, fellowship and community involvement.

#### **Guidelines:**

TRA has established the following guidelines for standing chapters:

- Maintain a minimum of 50 members.
- Have ongoing activities and must be responsible for their own finances and management of same. A financial statement must be filed annually with the state headquarters in Austin.
- Set and complete goals by completing a Chapter Strategic Plan at the start and finish of each year and strive for excellence each and every year with each and every event.
- Meet a minimum of six times a year.
- Provide leadership for the state association through the chapter president and delegate service on the TRA board of directors and its various committees.

#### **Officer Responsibilities:**

- The chapter president is requested to attend TRA's Chapter Presidents' Orientation each May, which gives the officer an opportunity to share ideas with other chapters and learn the inner workings of the Texas Restaurant Association and its staff.
- Chapter officers should interact throughout the year with various members of the TRA staff and should make every effort to adhere to stated deadlines and dates needed as these have been established to help the efficiency of the chapters themselves, as well as provide a smooth flow of information from the state office to the members.
- Chapter presidents serve on the TRA Chapter Task Force and should be prepared to attend these committee meetings, held during each TRA board meeting in February and September.
- Chapter presidents should work closely with the territory sales managers in building the chapter membership.

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### Provisional Chapters

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A provisional chapter of the Texas Restaurant Association may be created when a group of members wish to pursue status as a standing chapter. It is not necessary to become a satellite chapter first, however, it is recommended.

Upon completed criteria, the TRA president shall appoint a committee of the board to evaluate the petition. This committee will meet with the directors and general membership of the petitioning chapter in the vicinity of the chapter. Based on the recommendations of the committee, the Board of Directors may grant provisional chapter status.

### **Guidelines:**

The following guidelines have been established for provisional chapters:

- A group of 50 or more members of the Texas Restaurant Association of which at least 40 are regular members may petition the board of directors of the Association.
- The members must be in a contiguous geographical area.
- At the time of petition, the chapter must submit a list of local officers and board members comprised primarily of regular members.
- Provisional chapter status may be granted for a period not to exceed two years.
- Provisional chapter will receive its own meeting notices.

### **Officer Responsibilities:**

- The president of the provisional chapter shall be entitled to all privileges of any other chapter president except voting privileges on the TRA board of directors.
- The president and/or the president-elect of the provisional chapter must attend annual Chapter Presidents' Orientation.
- The president of the provisional chapter must submit to the board of directors a Chapter Strategic Plan along with detailed accounting of the chapter's activities and accomplishments.

### **Financial Considerations:**

- The provisional chapter will not be permitted to participate in dues collected by TRA from its members until the provisional status is

lifted. Dues will be paid to the chapter within which the provisional chapter has been formed.

- A provisional chapter will not be prohibited from conducting fund-raising activities. All financial reporting procedures, which apply to other chapters, will apply to the provisional chapter.

### **Evaluation Criteria:**

At the completion of the provisional period, the committee appointed by the Association president should perform a final evaluation and submit a report with its recommendation to the Executive Committee. The committee may recommend (a) provisional chapter be granted full chapter status, (b) full chapter status disapproved and provisional chapter be disbanded, (c) provisional status be extended for not more than one year. Only one extension may be granted.

The committee chosen by the president to include, but not limited to may determine evaluation criteria:

- member retention and growth,
- financial status,
- frequency, attendance, programs of chapter meetings,
- fund- raising activities,
- leadership development,
- chapter strategic plan, and
- local government affairs.

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## Satellite Chapters

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If you plan to begin a satellite, work with staff to determine if the area has enough restaurants to support it. Your officers must be dedicated to supporting it financially, and you must be sure there is sufficient leadership to keep it running.

A satellite chapter of the Texas Restaurant Association may be created provided that satellite chapters are not separate entities from the mother chapter. It is the decision of the mother chapter to acknowledge the status of the satellite chapter.

### **Guidelines**

In order to establish a satellite chapter:

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- A group of 15 or more regular members of the Texas Restaurant Association must petition the Board of Directors of the chapter to become a satellite chapter.
- Members must be in a contiguous geographical area.
- At the time chapter's petition for status to the mother chapter, a list of local officers must be submitted.
- Satellite chapters must hold a minimum of two meetings annually.
- Satellite chapters continue to receive meeting notices of the mother chapter, but also receive separate notices up to four times annually of their own meetings.

### ***Officer Responsibilities:***

- The president and senior vice president will be members of the board of directors of the mother chapter, and the president of the mother chapter will serve on the satellite chapter's executive committee.
- Presidents of the satellite chapters will attend the Chapter Presidents' Orientation.

### ***Financial Considerations:***

- Satellite chapter members would continue to pay dues to the Texas Restaurant Association to remain members in good standing of the mother chapter. They remain part of the mother chapter in voting rights.
- Satellite chapters may hold fund-raising activities, but all financial procedures, including a full accounting of all funds received and disbursed, will be reported to the mother chapter and TRA annually.
- Satellite chapters do not receive participating dues. However, the mother chapter may elect to, and should, give financial support to its satellite chapter to help with special projects and/or events.

1950	Roy B. Bertrand
1952	Roy P. Etchinson
1953	George Williams
1954	Jack Harrison
1955	John L. Lewis
1956	G. D. (Sonny) Look
1957	Herman Allen
1958	C. V. Carson
1959	Mack Eplen
1960	Jim Hasslocher
1961	Bill Bennett
1962	Guy T. Jones
1963	Giles Spillar
1964	Harry F. Porter
1965	James A. Clark, Jr.
1966	John S. Cace, Jr.
1967	I. Tom Katz
1968	Charles M. Goodnight
1969	Charles W. Horan, Jr.
1970	James R. Hill
1971	Bill McCoy
1972	John Sohrweide
1973	Alfred Kahn
1974	Andrew F. Stasio
1975	Lynon Owens
1976	Victor Patrizi
1977	Joe Daniel
1978	E. C. Buddy Porterfield
1979	Jack Bell
1980	Jack Sosebee
1981	Robert R. (Bob) Horan
1982	Balous Miller
1983	C. A. Sanford
1984	Bruce Allred
1985	Louis Hochman
1986	Susan Hasslocher
1987	Macky J. Sellers
1988	Fred Dollar
1989	Larry Durrett
1990	John K. Miller
1991	Anthony Duncan
1992	Bill Daniel
1993	David Cortez
1994	Brad Lomax
1995	Bob Barnes
1996	Larry Forehand
1997	Richard Galvan
1998	Tom Perini
1999	Cathy Harrison
2000	Alan Simpson
2001	Jeffrey Yarbrough
2002	Ralph Sheffield
2003	Tom Kenney
2004	George Cole
2005	The Honorable Mike Hamilton
2006	John Zendt
2007	Carmelo Mauro

## TRA PAST PRESIDENTS

1937	V. A. Harrison	2008	Gerard Cace
1938	Sim T. Lake		
1940	W. E. Gibson		
1941	Harry Akin		
1943	C. A. McAden		
1945	Carlo S. Messina		
1947	Carlton Lawler		
1948	W. Price, Jr.		