

Bylaws of the Kendall County A&M Mothers' Club

Article I – Name

The name of this organization shall be the Kendall County A&M Mothers' Club (In membership with the Federation of Texas A&M University Mothers' Clubs, hereafter referred to as the "Federation").

Article II – Purpose

Section 1: By individual and united effort to contribute in every way to the comfort and welfare of the students and to cooperate with Texas A&M University in maintaining a high standard of moral conduct and intellectual attainment.

Section 2: Said organization is organized exclusively for charitable and educational purposes, including for such purpose the making of distributions to Texas A&M University organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Article III – Membership

Section 1: Active membership shall consist of mothers, step-mothers or female legal guardians of current students or former students of Texas A&M University as defined by the Federation that meet these requirements.

Section 2: An individual who is not a mother, step-mother or female legal guardian of current students or former students of Texas A&M University may be an associate member.

Article IV - Dues

Section 1: The annual dues of this club shall be set by the Executive Board, approved by the membership at the Summer planning meeting and payable upon enrollment of a member. This includes dues to the Federation of Texas A&M University Mothers' Clubs.

Section 2: The Federation requires all clubs to submit dues and fees in an amount to be determined by the Federation by-laws, to be postmarked on or before February 1st of each year, payable to the Federation and sent to its Treasurer.

Article V - Meetings

- Section 1: The regular meetings of the club shall be held from September through May, to be called by the President unless otherwise ordered by the club.
- Section 2: Five (5) voting members shall constitute a quorum at a regular meeting. Three (3) Board members will constitute a quorum for Executive Board meetings.
- Section 3: The Executive Board shall meet no less than one (1) time during each administration.

Article VI - Elections

- Section 1: Officers will be elected for a term of one (1) year. No elected officer may serve more than two (2) successive terms in the same office. If there is not membership willing to serve, an officer can continue to serve until a successor is elected with the approval of the majority of the Executive Board and the voting membership.
- Section 2: No officers, except President and President-Elect, shall be automatically advanced to any other office.
- Section 3: The officers of this club shall be elected at the April meeting. Officers shall assume the duties of their offices after installation at the May meeting.
- Section 4: An associate member may not serve as an officer and shall have no voting privileges. The associate member may not be a delegate with voting privileges on the Federation level. The associate member shall have all other privileges of the club.
- Section 5: Voting privileges shall be limited to elected officers and active members in good standing.

Article VII – Officers

- Section 1: The elected officers of this club shall be President, President-Elect, President at Large, Secretary, and Treasurer.
- Section 2: The appointed officers of this club shall be the Parliamentarian, and Historian. These appointments are made by the President. If no member is willing to serve, these duties are performed by the President or member of the Executive Board.
- Section 3: The President-Elect is a minimum three-year position. The first year the President-Elect serves in that capacity, the second year she will be the President, and the third year she will be the President at Large.
- Section 4: The retiring President shall serve as President at Large.
- Section 5: In the event of a vacancy in any elected office, the position shall be filled by the Executive Board and approved by a simple majority of the membership attending the next regular meeting.

Section 6: Any officer or standing committee chairman who is absent two (2) meetings without a valid excuse may be replaced.

Article VIII - Duties of Elected Officers

Section 1: The President shall:

- A. Preside at all meetings of the club.
- B. Have general supervision over the affairs of the club.
- C. Appoint all chairmen.
- D. Act as an ex-officio member on all committees except Nominating, Audit, and Scholarship.
- E. Perform duties of Appointed Officers if not appointing said officers unless other Board members agree to perform such duties.
- F. Perform other such duties pertaining to the office and in accordance with the Federation guidelines.

Section 2: The President-Elect shall:

- A. Preside in the absence of the President and perform such duties as are necessary in her absence.
- B. Serve as Social Activities chairman making arrangements for all social activities.

Section 3: The Secretary shall:

- A. Take and keep minutes of all meetings of the club and of its Executive Board
- B. Maintain a roll of members and their attendance.
- C. Read minutes from previous general meeting.
- D. Handle all correspondence.
- E. Send notice of meetings and other notices necessary for the proper conduct of business of the club in a manner to maintain the club's 501(c)(3) non-profit status.
- F. Maintain a file of correspondence.

Section 4: The Treasurer shall:

- A. Be responsible for all monies received, held, and dispersed.
- B. Chair the Budget Committee.
- C. Disperse funds for all budgeted items, but disperse non-budgeted funds only as approved by the Executive Board.
- D. Pay dues to the Federation by their due date.
- E. Pay any State Sales Tax due.
- F. Not reimburse Sales Tax.
- G. Sign checks for disbursement of funds of the club, securing the counter signature of the President, or President-Elect, or other signer as directed by the Executive Board.
- H. Keep a balance sheet and give a financial report at each meeting of the Executive Board and at each club meeting.

- I. Deliver the audited books to her successor immediately at the conclusion of the audit. The fiscal year of the Kendall County Aggie Moms will correspond with that of the Federation. Receipts for any reimbursable expenses incurred during any fiscal year must be received no later than the last day of the fiscal year (unless approved by the Executive Board).

Section 5: The President at Large shall:

Be a non-voting position of the Executive Board that makes the past President an advisor to the board

Article IX – Duties of Appointed Officers

Section 1: The Parliamentarian shall:

- A. Be ready at all times to advise the club in regard to all questions of parliamentary procedure.
- B. Serve as By-laws Revision Committee chair; be responsible for maintaining the bylaws and affecting the necessary changes accordingly.
- C. Have no voting privileges.
- D. In the absence of an appointed Parliamentarian, when members of the Executive Board serve in a parliamentary capacity, full voting privileges are retained by the executive member.

Section 2: The Historian shall:

- A. Prepare and keep a scrapbook which shall be presented to the President upon its completion
- B. Select a committee as deemed necessary
- C. Submit appropriate documentation to the archives at Texas A&M University in accordance with the current Federation policy on archives.

Article X – Standing Committee Chairmen

Section 1: The President shall appoint the chairman of the following committees as needed: Scholarship, Electronic Information, and Nominating.

Section 2: The standing committee chairmen shall be voting members of the Executive Board.

Section 3: The duties of the Standing Committees will be distributed amongst the Executive Board when there is not active membership performing such duties.

Article XI - Duties of Standing Committee Chairmen

Section 1: The Scholarship chairman along with two (2) other members also appointed by the President shall constitute the Scholarship Committee. Each member may be eligible to serve on this committee two (2) years in succession, but only one (1) year as chairman.

Each year the Scholarship Committee and Executive Board will recommend the amount of scholarships according to the funds raised and available. The Committee will be appointed at the first meeting of the new calendar year. No member having a student applying to receive a scholarship may serve on the Scholarship Committee.

Section 4: The Electronic Information chairman shall be responsible for the club's website and duties as pertaining to all social media outlets of the club with the approval and direction of the President.

Section 5: The Nominating Committee will be appointed at the first meeting of the new calendar year and shall consist of up to three (3) members. The committee shall:

- A. Meet and select one (1) nominee for each elected office.
- B. Present the proposed slate of officers at the April meeting. Additional nominations may be made from the floor, if consent has been obtained from the candidate prior to her being placed in nomination.

Article XII – Duties of Special Committees

Section 1: At the Summer Planning meeting, the President shall appoint an Audit Committee of three (3) persons. The committee shall perform an independent appraisal of all financial activity conducted by the Treasurer of the Club, according to the guidelines promulgated by the Club.

Section 2: The Budget Committee shall be comprised of the Treasurer serving as chairman, the President, the President-Elect and shall:

- A. Prepare the budget for the ensuing year as soon as the books have been audited.
- B. Present the proposed budget to the Executive Board for approval.
- C. Present proposed budget, as approved by the Executive Board, for approval of the club's membership at the meeting in September.

Section 3: Boutique Committee shall be comprised of a Chairman and other members as the chairman deems appropriate to complete the tasks associated with Boutique.

Section 4: Fundraiser Committee Chair shall be appointed at the first meeting of the calendar year and shall be comprised of a Chairman and other members as the chairman deems appropriate to complete the tasks associated with the fundraiser activities.

Section 5: The President shall have the power to appoint the chairmen of special committees as necessary for the proper conduct of the business of the club.

Article XIII – Executive Board

The Executive Board shall be composed of officers, chairmen of standing committees and any members currently serving on the Federation Board.

- Section 1: The Executive Board will have all authority to act for this organization between business meetings.
- Section 2: The Executive Board shall hold at least one (1) meeting during the administration year.
- Section 3: Three (3) members shall constitute a quorum.
- Section 4: If members serve as co-chairs for any position, only one vote is allowed between them for board votes.

Article XIV – Delegates to the Federation Meetings

The delegates to the Federation meetings shall follow Federation guidelines in number and means of selection as provided for in the Federation By-laws.

Article XV – Parliamentary Authority

Robert’s Rules of Order – Newly Revised shall govern the club in all cases in which they are applicable and in which they are not in conflict with the by-laws of this organization.

Article XVI – Amendments

By-laws of this club may be amended or revised at any regular meeting by a two-thirds (2/3) vote of the members present, provided the proposed amendment(s)/revision have been first submitted to and approved by the Executive Board and then presented to the membership for their review prior to the regular meeting.

Article XVII – Restriction Clause

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in these articles. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on: (a) by an organization exempt from federal income tax under Section 501 (c)(3) or the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Article XVIII – Dissolution

Upon the dissolution of the organization, the Executive Board shall, after paying or making provision for the payment of all of the liabilities of the organization, dispose of all of the assets of the organization exclusively for the purpose of the organization in such manner, or to such organization and operated exclusively for charitable and 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 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Executive Board shall determine. Any such assets not so disposed of shall be disposed of by the District Court in the county in which the principal office of the 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 purposes.

Amended and approved by club membership vote on 02 /28 /2018.

Bylaws were unanimously approved by the 15 members present. Kris Murdock put forth the motion to approve as submitted by Carole Marshall and amended by the meeting attendees and Kim Warren seconded.

Note: These bylaws were voted to be a full replacement of the previous bylaws last amended 05/2000. They were reviewed through much review with the Federation Parliamentarian, Tara Kohlenberg and a professional parliamentarian, Kirk, that Tara had review. The full bylaws were also presented via email to the entire membership for review prior to the voting meeting. Changes were incorporated and this final version is as approved.

In addition, The attached standing rules regarding scholarships were also presented and approved.