

# **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 –Object**

The object of this organization is, 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 and its branch campuses in maintaining a high standard of moral conduct and intellectual attainment.

## **Article III – Membership**

Section 1: Active Members: Active Members shall consist of dues paying mothers, step-mothers or female legal guardians of current students or former students of Texas A&M University.a

Section 2: Associate Members: Associate Members include dads, relatives, friends of students and former students who have paid annual dues. They shall participate in all activities of the club except voting or holding office.

Section 3: Life Members: Former Presidents who have been out of office for ten (10) years, and who have maintained their membership status by paying their dues annually, shall automatically become a Life Member with all privileges of active membership accorded.

Section 4: Ring of Honor Members: Ring of Honor members shall consist of members with one or more students who graduated or attended Texas A&M University. These members may have other students currently attending Texas A&M University.

## **Article IV - Dues**

Section 1: The Board of Directors shall set the annual dues of this club and dues are payable upon enrollment of a member. A portion of each member's dues is sent to the Federation of Texas A&M University Mothers' Clubs.

Section 2: The Federation's portion of this club's dues is subject to change and does not require the vote of the club's membership.

Section 3: A life member is not required to pay annual dues to the club, but the club must still remit required annual dues to the Federation for each life member.

## **Article V - Meetings**

Section 1: The regular meetings of the club shall be held from August through May, to be called by the president unless otherwise ordered by the club. The Board of Directors must approve any change to the meeting schedule.

Section 2: Five (5) voting members shall constitute a quorum at a regular general meeting.

Section 3: The Board of Directors 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) consecutive terms in the same office. The President, President-Elect, and Past President shall serve one year in their office.

Section 2: No officers, except the President and President-Elect, shall be automatically advanced to any other office. If there is no member willing to serve, an officer can continue to serve until a successor is elected with approval of the majority of the Board of Directors and the voting membership.

Section 3: The officers of this club shall be elected at the April general meeting. Officers shall assume the duties of their offices after installation at the May meeting (*end of academic year*), with the exception of the Treasurer whose term of office ends at the close of the club's fiscal year.

Section 4: An associate member may not serve as an officer or committee chairman and shall have no voting privileges. The associate member shall have all the other privileges of the club.

Section 5: A life member is considered an active member and may hold office and shall have voting privileges.

Section 6: 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 the Past President, President, President-Elect/Vice President, 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 Board of Directors

Section 3: Any officer or standing committee chairman who is absent two (2) executive board meetings without a valid excuse may be removed or replaced.

Section 4: In the event of a vacancy in any elected office, the position shall be filled by the Board of Directors and approved by the membership at the next general meeting.

#### **Article VIII - Removal from Office of any Board Member**

The Executive Board may, by a two-thirds vote of those present eligible to vote at any regular or special meeting, remove any member from the position to which she has been elected or appointed, according to these bylaws upon the occurrence of any of the following events discovered during the member's term of office:

A. Commission of an act constituting in the judgment of the Board of Directors a dishonest or other act of material misconduct, a fraudulent act, a felony under the laws of Texas or the United States

OR

B. The inability of the person to perform duties regardless of the reason, whether injury, illness, or otherwise, which results in incapacity and, in the judgment of the Board of Directors, an inability to complete the term to which the person was elected or appointed.

#### **Article IX –Board of Directors**

The Board of Directors shall be composed of officers, committee chairs, and any Kendall County A&M University Mothers' Club members currently serving on the Federation Board.

Section 1: The Board of Directors shall hold at least one (1) meeting during the administration year.

Section 2: Three Board of Directors members shall constitute a quorum.

Section 3: If members serve as co-chairs for any position, only one vote is allowed between them for Board votes.

Section 4: The Board of Directors members will have all authority to act for this organization between business meetings.

Section 5: When the Board of Directors is not in session, they may vote electronically through the use of telephone conferences or similar equipment, so long as all members can communicate with one another. This method constitutes presence in person.

#### **Article X – 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 bylaws.

#### **Article XI – Parliamentary Authority**

*Robert's Rules of Order Newly Revised, latest edition* shall govern the club in all cases in which they are applicable and in which they are not in conflict with the bylaws of this organization.

#### **Article XII – Amendments**

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

#### **Article XIII – 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 XVII – 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.

#### **Past Date of Amendment**

2/28/2018

Currently under review 3/21/24

## Certificate of Recording Secretary

The undersigned, Recording Secretary of the Kendall County A&M Mothers' Club, hereby certifies that the foregoing Bylaws are the true, correct and duly adopted Bylaws of the Organization. Such Bylaws were adopted by vote of the general membership on \_\_\_\_\_ and that such Bylaws include all amendments up to the date of this certificate. The attached Standing Rules were also adopted on \_\_\_\_\_ by a vote of the general membership. The Kendall County A&M Mothers' Club President and the Executive Board shall witness and attest to this certificate.

Dated: \_\_\_\_\_

\_\_\_\_\_  
Recording Secretary: Heather Johnson

\_\_\_\_\_  
Club President: Patricia Schwab (Witness)