

### **Article I – Name**

The name of this organization will be the Waco-McLennan County Texas A&M University Mothers' Club.

### **Article II – Purpose**

The purpose of the organization will be, 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, and to provide a social network for all mothers of former or present students of Texas A&M University in McLennan County.

Said organization is organized exclusively for charitable and educational purposes, including for such purpose the making of distributions to 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:** An active member will be the mother, relative, or guardian of a student or a former student of Texas A&M. They will have the privilege of holding office, voting, and taking part in all the club work. An active member will attend six meetings and/or workdays each year.

**Section 2:** An individual who is not a mother, stepmother or legal guardian of students or former students of Texas A&M University may be an associate member of a club provided that the club's bylaws permit associate membership and provided the associate member upholds and supports the constitution and bylaws of the club and the bylaws of this organization.

**Section 3:** One Life Membership in the Waco-McLennan County University Mothers' Club may be awarded each year to any current member upon submission of a nomination form to the 1<sup>st</sup> VP, Membership by April 1 of that year. The Life Membership Committee, consisting of the 1<sup>st</sup> VP, Membership as chairman, and two members appointed by the President, will present the award at the Annual Membership Dinner the following September.

**Section 4:** The Waco-McLennan County A&M University Mothers' Club will conduct an annual enrollment of members in September or October, but persons may be admitted to membership at any time.

**Section 5: Dues:**

- a) The dues of the organization will be payable in advance on or before December 31 of each year. Dues will not be prorated and will be paid according to current Federation bylaws.
- b) A portion of said dues per member will be paid to the Texas A&M University Federation of Mothers' Clubs. This amount and due date are set by Federation bylaws.
- c) A portion of said dues per member will be paid to the Texas A&M University Federation of Mothers' Clubs as the Archive Continuing Funding Fee. The amount is set by Federation bylaws.

### **Article IV - Officers, Their Election and Duties**

**Section 1:** The elected officers of this club will be President, President Elect, VP at Large, 1<sup>st</sup> VP, 2<sup>nd</sup> VP, 3<sup>rd</sup> VP, 4<sup>th</sup> VP, 5<sup>th</sup> VP, 6<sup>th</sup> VP, 7<sup>th</sup> VP, Treasurer, Recording Secretary & Corresponding Secretary, Historian.

**Section 2:** Elections:

- a) The officers of the organization will be elected at the April business meeting. They will be installed and take office at the conclusion of the May meeting.
- b) Nominations for office will be made at the April business meeting by a Nominating Committee of three members appointed by the President. Additional nominations may be made from the floor provided the consent of the nominee has been obtained. When there is more than one nominee for an office, the election will be by ballot.
- c) No member will be eligible to serve on the Nominating Committee two years in succession.
- d) The term of office is one year; however, an officer may serve more than one year consecutively in the same office if there are no nominations for that office. Maximum term in the same position is two years.

e) A vacancy occurring in any Board position will be filled for the unexpired term by a member elected by a majority vote of the Executive Board.

f) An officer may serve in 2 separate positions if there is another officer in that same position.

### **Section 3: Duties of Officers:**

a) **The President** shall preside at all meetings; she will act as ex-officio member on all committees except the Nominating Committee and Audit Committee and shall perform all other duties which pertain to the office. She will attend all District 17 and Federation officer training and meetings and will conduct her own Board workshop as soon as possible following installation. She shall review the Bylaws, along with the Parliamentarian, to determine possible updates. She shall, direct the Electronic Information Chairs, to ensure the payment of the website dues are made yearly.

b) **The President-Elect** shall become familiar with all activities pertaining to the office of the President and share primary responsibilities with the President for service as club representative as requested by the President. She shall attend Federation functions with the President, or in her absence.

c) **The Vice President at Large** shall be interim officer for any office open due to a resignation or death occurring on the Executive Board until said office is filled by election. The Vice President at Large serves as liaison to the Former Presidents.

d) **The Vice President at Large, followed by the President-Elect**, shall preside in the absence of the President, and if it is a permanent absence, shall perform such other duties as may be assigned to them until a nominating committee is convened to name an interim President who would then be confirmed by the board. The President-Elect would still proceed to the office of President the following year.

e) **The First Vice President** will be responsible for Membership. She will direct the membership drive, including updates to our website. She will also organize the New Mom's Reception and plan the Annual Membership Dinner.

f) **The Second Vice President** will be responsible for Fundraising, along with the Third Vice-President.

g) **The Third Vice President** will be responsible for Fundraising, along with the Second Vice-President.

h) **The Fourth Vice President** will be responsible for Programs and Education. She will secure a program for each regular meeting. She will also present an Aggie Tradition at each meeting.

i) **The Fifth Vice President** will be responsible for Special Events. She will plan the Howdy Party and coordinate two social events for the membership each year

j) **The Sixth Vice President** will be responsible for Hospitality. She will arrange for meals and door prizes for each regular meeting of the organization.

k) **The Seventh Vice President** will be responsible for the Directory/Yearbook, which will be distributed at the November meeting.

l) **The Recording Secretary** will keep the minutes of all meetings. She will maintain a sign-in sheet for all regular meetings.

m) **The Corresponding Secretary** will be in charge of all correspondence, including get-well wishes and condolences to members, and birthday and holiday greetings to students. She will handle distribution of graduation gifts to students of current members.

n) **The Treasurer** will receive, hold, and disburse all monies and give receipt for same. She will pay out money by check only and upon the order of the voting body as outlined in the approved budget, or, in an emergency, upon the written order signed by the President. Such expenditures will be incorporated in her reports to the business meetings. She will serve as Chairman of the Budget Committee and present a Proposed Budget for approval at the August meeting.

o) **The Parliamentarian** will be ready at all times to advise the organization regarding all questions of parliamentary usage which may be referred to her. She will review the Bylaws, along with the President, to determine possible updates.

p) **The Historian** will arrange for pictures to be taken and keep a record of the organization and its activities in the form of a scrapbook which will be presented to the President at the end of the year. She will be responsible for submitting the required materials of the organization (as outlined and applicable in the Federation Archives Checklist) to the Texas A&M Archives Department at the Cushing Library at Texas A&M University at the end of the year

### **Section 4: Removal from Office of any Elected Board Member**

a. The Board may, by majority vote at any regular or special meeting, remove any Member from the position to which she has been elected according to these Bylaws upon the occurrence of any of the following events discovered during the Member's term of office:

1. Commission of an act constituting in the judgment of the Board a (i) dishonest or other act of material misconduct; (ii) fraudulent act; (iii) felony under the laws of Texas or the United States; or

2. 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, an inability to complete the term to which the person was elected or appointed.

b. Regardless of the above, however, any officer elected or appointed by the Board may be removed at any time by the Board for any reason deemed sufficient by the Board for such removal by an affirmative vote of a majority of the Board Members.

#### ***Article V – Meetings***

**Section 1:** The business meeting of this organization will be held the first Monday of each month with the exception of June and July.

**Section 2:** The Executive Board will meet prior to regularly scheduled meetings. The President has the authority to call additional Executive Board Meetings as she deems necessary.

**Section 3:** The date of the monthly business meeting may be changed with a vote of members

**Section 4:** In the event in person meetings contradict Federal, State or Local government regulations, meetings shall switch to the electronic meetings format or a combination of in person/electronic meeting format as allowed by current regulations. During such times, any items that require a vote by the Membership or the Executive Board, shall also be allowable over the electronic means determined by a Quorum of the Executive Board.

#### ***Article VI – Federation Delegates***

The delegates to the Federation business meeting will consist of the following representatives: the President and two elected members from each Texas A&M University Mothers' Club with a membership of one hundred or less, plus one additional delegate for each fifty-member increment over one hundred. An associate member may not be a delegate. (For example, a club with a membership of 101 would receive an additional delegate and a club with a Club with a membership of 151 would receive 2 additional delegates.)

#### ***Article VII – Executive Power***

**Section 1:** An Executive Board composed of the elected officers and standing committee chairmen will have all authority to act for this organization between business meetings.

**Section 2:** The President will have the power to appoint such chairmen of standing committees or special committees as will be necessary for the proper conduct of the business of the organization.

#### ***Article VIII - Quorum***

Ten percent (10%) of the paid membership will constitute a quorum for the business meetings. Four members will constitute a quorum at Executive meetings.

#### ***Article IX – Amendments***

These Bylaws may be amended by a two-thirds vote of those present, provided such amendments have been submitted to and approved by a two-thirds vote of the Executive Board.

#### ***Article X – Parliamentary Authority***

Order of business and parliamentary procedure will be followed as given in Roberts Rules of Order-Revised when they are not in conflict with these Bylaws.

#### ***Article XI – Restriction Clauses***

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) of 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 XII – Dissolution***

Upon the dissolution of the organization, the Executive Board shall, after the 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 organized 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.

#### **STANDING COMMITTEES, LIMITED PURPOSE COMMITTEES AND RULES**

##### ***The Standing Committees of this organization and their duties will consist of the following:***

The Scholarship Chair and Committee will be responsible for the oversight and management of scholarship disbursements.

The Exam Survival Pack Chair (ESP) and Committee will be responsible for purchasing, assembling, and distributing ESPs to students once each school semester.

The Electronic Information Chair(s) and Committee shall be responsible for the club website, social media sites and duties as they pertain to all electronic communication. These duties shall include taking photos at all meeting and events, posting, and updating social media pages in collaboration with Historian. They shall, by direction of the President, ensure the website dues are paid yearly.

The Chairs of any standing Committee are subject to reappointment by the President.

##### ***The Limited Purpose Committees of this organization and their duties will consist of the following:***

The Budget Committee will consist of the President, Treasurer, Second Vice President and Third Vice-President. The committee will recommend the total budget to the Executive Board for its approval and adoption.

The Nominating Committee will consist of three members appointed by the President and shall present nominations for officers at the April business meeting.

The Audit Committee will consist of three members appointed by the President and will audit the financial records of the Treasurer and present a report at the August business meeting.

The Donations Committee will consist of five members appointed by the President in March. The Committee will prepare recommendations for disbursement of any funds in excess of budget requirements and present their recommendations to the membership at the April meeting.

##### ***The following Standing Rules will apply:***

When a budget item has been spent, any further spending must be pre-approved by the membership before reimbursement can be made.

Any elected Federation officer shall serve on the Executive Board as a non-voting member.

Any Federation Past President shall serve on the Executive Board as a non-voting, honorary member.

The organization's name change was adopted and revised June 1999.

*Bylaws Updated April 1, 2017.*

*Bylaws Amended 03/20/2017*

*Bylaws Updated 03/23/2021*

*Bylaws Amended 03/01/2021*