Bylaws of the
San Antonio Texas A&M University
Mothers' Club

Article I – Name

The name of this organization shall be the San Antonio Texas A&M University Mothers' Club (the Club), a member club of the Federation of Texas A&M University Mothers' Clubs (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, stepmothers, guardians or other interested relatives and friends of students or former students of Texas A&M University and will include Adopt-A-Moms, as defined by the Federation, who meet these requirements. An Adopt-A-Mom is one referred to the Club by the Federation because she lives in an area where no Texas A&M University Mothers' Club is available. Her student(s) will also be included in campus activities provided by the Club.

Section 2: An associate member is one belonging to another Texas A&M University Mothers' Club who joins the Club. An associate member, paying partial dues, shall have the privilege of participating in all functions of the Club with the exception of voting, holding office, or representing the Club at Federation.

Section 3: Life membership should be considered a rare honor and may be awarded to any active member who provides significant, special or extraordinary service to the organization. Life membership nominees shall be limited to one nominee per year (if any). A Life Member must be recommended to the Executive Board, who will determine if a current member has earned this distinction. Any member may initiate the review process by submitting a nomination letter outlining the qualifications of the nominee to the President for review and selection by the Board. The Life Member must be elected by a unanimous vote of the Board. The entire process will be confidential, and if selected, any new Life membership will be awarded at a general meeting. Life Members will have all the privileges of active members including voting and will not be assessed the annual membership dues.

Article IV – Dues

Section 1: The annual dues of the Club shall be set by the Executive Board, approved by the membership at the May general meeting and payable upon enrollment of a member. The Club's annual dues include

the required portion payable to the Federation for each member.

Section 2: A Life Member is not required to pay annual dues to the Club, but the Club must still remit annual dues to the Federation for each Life Member. Past Presidents are not required to pay annual dues to the Club.

Article V – Meetings

Section 1: The general meetings of the Club shall be held monthly from August through May, excluding January, to be called by the President unless otherwise ordered by the Club.

Section 2: Seventy-five (75) members shall constitute a quorum at a general meeting. **Section 3:**

The Executive Board shall meet no less than nine (9) times during each fiscal year.

Article VI – Elections

Section 1: Officers shall be nominated by a Nominating Committee composed of three (3) members, of which one is the President-Elect, and two (2) shall be elected from the Board at the January board meeting. Officers will be elected for a term of one (1) year. No elected officer may serve more than three (3) successive terms in the same office.

a. No member shall be eligible to serve on the Nominating Committee more than two (2) years in succession.

b. No member shall be eligible to serve on the Board for more than a total of six (6) consecutive years, with the exception of the Immediate Past President, who may serve in that capacity if it exceeds the six (6)-year limit. She and other members who have served six (6) years will be eligible again following a two (2)-year abstention.

c. For each position on the Executive Board, there shall be one (1) vote. In the event that two people share a job, one shall be designated chair and the other, the co-chair. The co-chair may only vote in the absence of the chair.

Section 2: The slate of nominated officers is to be presented to the Executive Board at the February board meeting. The President-Elect must be approved by the majority of the Board. The slate of nominated officers is to be presented at the March general meeting. Additional nominations may be made from the floor, except for the offices of President and President Elect. All nominated officers must be members in good standing. No officers, except President and President-Elect, shall be automatically advanced to any other office.

Section 3: The officers of the Club shall be elected at the April general meeting. Officers shall assume the duties of their offices after installation at the May general meeting, 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 chair and shall have no voting privileges.

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.

Section 7: The President-Elect shall automatically succeed to the office of President, unless there are extenuating circumstances which would prevent her from performing such duties.

Section 8: Any officer missing three (3) consecutive board meetings will automatically be removed from the Board. The vacancy shall be filled by an active member nominated by the Executive Board and ratified by the membership at the next general meeting. The position shall be filled by the Immediate Past President until ratification has been completed.

Section 9: Any officer not performing her duties as stated in the Club's standing rules will be removed from the position by a majority vote of the Board and filled by an active member in good standing nominated by the Executive Board and ratified by the membership at the next general meeting. The position shall be filled by the Immediate Past President until ratification has been completed.

Section 10: Any board member not having paid her annual dues by the October general meeting will be asked to resign from the Board.

Article VII – Executive Board

Section 1: The Executive Board shall be composed of elected officers as listed in Article VIII, Section 1, and any members currently serving on the Federation Board.

Section 2: The Executive Board will have all authority to act for this organization between business meetings.

Section 3: The Executive Board shall hold at least nine (9) meetings during the fiscal year.

Section 4: Ten (10) members shall constitute a quorum.

Section 5: If members serve as co-chairs for any position, only one vote is allowed between them for board votes.

Article VIII – Officers and Committee Chairs

Section 1: The elected officers of this club shall be:

a. President and/or Co-Presidents
b. President-Elect
c. First Vice President – Membership
d. Second Vice President – Programs
e. Third Vice President – Fundraising
f. Recording Secretary
g. Treasurer
h. Aggie Store
i. Newsletter Editor
j. Communications/Webmaster
k. Hospitality
l. Historian
m. Directory
n. Scholarship

Section 2: The President shall appoint the other committee chairs as necessary for the function of the Club. The committee chairs may include, but are not limited to:

a. Immediate Past President/Parliamentarian
b. Corresponding Secretary
c. Student Support
d. E-Commerce
e. Chaplain/Cheers/AMEN
f. Special Events
g. Social Media
h. Endowment
i. Aggie Mom Camp Coordinator
j. Corps Liaison
k. Ring of Honor
l. Howdy Social
m. Galveston Liaison
n. Blinn Team Liaison
o. McAllen Liaison
p. Engineering Academy Liaison

Section 3: The President shall have served the previous two (2) years on the Board, and the President Elect shall have served the previous one (1) year on the Board.

Section 4: The outgoing President shall serve as Immediate Past President and Parliamentarian and have no voting privileges.

Section 5: In the event of a vacancy in any elected office, the position shall be filled by the Executive Board and approved by the membership at the next general meeting.

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

Section 7: The Board may, by two-thirds (2/3) vote of those present eligible to vote at any regular or special board meeting, remove any member from her elected or appointed position, 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 a (i) dishonest or other act of material misconduct; (ii) fraudulent act; (iii) felony under the laws of Texas or the United States; or

b. 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.

Article IX – Special Committees

Section 1: The President shall appoint the chairs of the following special committees: Nominating, Audit and Budget.

At the January board meeting the President shall appoint a Nominating Committee of three (3) members. The committee shall:

a. Slate one (1) nominee for each office.
b. Present the slate of officers at the March meeting. Additional nominations may be made from the floor, except for the positions of President and President-Elect, if consent has been obtained from the candidate prior to her being placed in nomination. c. Not be eligible to serve on this committee more than two (2) years in succession.

Section 2: At the board April meeting, the President shall appoint an Audit Committee of three (3) members. (An objective non-member may be appropriate.) The committee shall perform an independent appraisal of all financial activity conducted by the Treasurer of the Club, according to the guidelines of the Club. The Committee should include someone with accounting background and may not include the President or Treasurer.

Section 3: The Budget Committee shall be comprised of the Treasurer serving as chair, the President, the President-Elect and the Immediate Past President, and shall:

a. Prepare the proposed budget for the following fiscal year as soon as the audit is complete.
b. Present the proposed budget to the Executive Board for approval.
c. Present the proposed budget, as approved by the Executive Board, for approval by the Club's membership at the September general meeting.

Article X – Electronic Meetings and Communications

Section 1: The membership, Executive Board, and all committees are authorized to meet by electronic communications media provided all members can simultaneously hear each other and participate during the meeting.

Section 2: All communications, including meeting notices, shall be sent electronically.

Section 3: A vote conducted through a designated internet service may be utilized for voting and shall fulfill any requirement in the bylaws or rules that a vote be anonymous.

Article XI – 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 XII – 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 bylaws of this organization.

Article XIII – Amendments

Bylaws of the Club may be amended at any general 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 Executive

Board and then presented to the membership for their review at the previous general meeting.

Article XIV – 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) by 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 XV – 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.

Revised and approved by club membership vote on 4/7/2009
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