

# Bylaws Guidelines and Template

A set of bylaws is a living, breathing document. It is there to provide guidance and to keep transitions in leadership as seamless as possible, but it is also meant to change as the organization evolves. It should provide structure with flexibility. There are things that follow the Federation, but they should not be a burden to small clubs. Bylaws should not be overbearing or overreaching, for example, having too many elected positions or too detailed job descriptions for smaller clubs. Additional details can be provided in Standing Rules and Officer Guidelines.

This template is provided to aid you in updating your Aggie Moms Club Bylaws and Standing Rules. Every Aggie Moms Club is a “Member Club” of the Federation of Texas A&M University Mothers’ Club (IRS Group Exemption). As such, each club is subject to the bylaws of the Federation, and certain verbiage of the Member Clubs’ bylaws should mirror that of the Federation. The Federation establishes the purpose, membership criteria and levels, and other basic rules under which the member clubs are to operate to meet IRS and 501(c)3 guidelines.

You will notice this template has print in black & white, print highlighted with yellow and print highlighted in blue.

**Black & White** – All Bylaws are **strongly suggested** to have this exact verbiage.

**Yellow** – Suggested verbiage, as it may or may not pertain to your club (use these to tailor to your club’s size, number of officers, special committees, etc.).

**Blue** – **IF** you have these items, the verbiage **should** match exactly.

## Notes:

### **When is it a revision and when is it an amendment?**

When you “**amend**,” you keep the bylaws as they are and change only a small portion.

When you “**revise**,” you prepare a whole new text in which everything can be different.

Notice is required when proposed bylaws will be presented for discussion and vote. Clubs must let people know in advance what is planned. It is common to make occasional changes to the organization’s key governing document and typically, it takes a two-thirds vote to amend the bylaws. **Putting things in bylaws like the actual amount of dues, specific dates or places of meetings is not recommended. Those details should be in the Standing Rules with stated flexibility and should also be voted on by the Board so they are not arbitrarily changed.**

(Example: if the church you meet in changes their schedule and your club is forced to meet somewhere else on another day, you are absolutely out of compliance with your own bylaws by no fault of your own... so don’t be so specific.)

It is common to send a notice of vote to change bylaws along with the proposed changes to all members a minimum of 30 days prior to the next meeting. It is also a good practice to send them

out again after the revisions or amendments pass on first reading, then the club should take a final vote on the second reading at a subsequent meeting.

Every Amendment Date or Revision Date must be listed at the end of the document. ***(Suggestion is to put it in the footer so it will appear on each page and at the end. When the documents are archived, individual pages may be photographed and the page should have the date.)***

**Standing Rules** - Not All clubs will have Standing Rules, but there may be things in your bylaws that would be better suited to Standing Rules, i.e., scholarship criteria, dues structure, exact time and place of meeting, frequency of meetings, etc.

**Scholarships Guidelines** – If your club offers scholarships, basic information about scholarships should be included, but very specific information should be included on the scholarship application itself. Understand that scholarships must be publicly announced in as many media platforms as possible.

The clubs must accept applications from students in all areas/counties of which you have paid members, i.e. If your **'Bravo County' Aggie Moms Club** has members with zip codes that fall in other counties ('Bravo County' along with 'Delta County' and 'Echo County' and 'Tango County' and 'Zulu County') then you must publish the scholarship requirements **in ALL of those counties, AND accept ANY applications from those counties (not just children of member moms)** for consideration. **You may NOT grant 'scholarship points' for meeting attendance or fundraiser hours worked.**

Scholarships must be **EQUALLY OPEN TO ALL** students of areas whose members you serve, **not just to member's children.**

# Bylaws of the (Your Club Name) Texas A&M University Mothers' Club

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## ARTICLE I – NAME

The name of this organization shall be the (Your Club Name) Texas A&M University Mothers' Club, a member club of the Federation of Texas A&M University Mothers' Clubs (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 – MEMBERS

### **Section 1 - Types of Members.**

- A. Active Member.** An active member is a mother, stepmother, or guardian of a current or former student of Texas A&M University, provided the member is considered current on dues and upholds and supports the governing documents of the Federation club. An active member shall be eligible to hold a Federation office.
- B. Associate Member.** An associate member is a person other than a mother, stepmother, or guardian of a current or former student of Texas A&M University, An associate member shall uphold and support the governing documents of the club and shall not have the right to make motions or to vote. An associate member shall not be eligible to serve as a delegate to a Federation business meeting or to hold a Federation office. An associate member may not serve as an officer for this club (*or committee chairman*) and shall have no voting privileges.
- C. Life membership.** Should be considered a rare honor and may be awarded to any regular member that 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 Board who will determine if a current member has earned this distinction. Any Member may initiate the review process and a nomination letter, outlining the qualifications of the nominee, shall be

delivered to the President for review and election 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 an annual meeting. Life Members will have all the privileges of regular members including voting, and will not be assessed the annual membership fee.

**Section 2: Request for Resignation.** The Federation of Texas A&M University Mothers' Club retains the right to deny/revoke membership to anyone who misrepresents, makes false claims, is negligible or acts in any way that negatively impacts the club.

**Section 3. Dues and Fees.** Dues and fees shall be determined by the board of directors and shall be submitted by each member to the club on or before the determined deadline.

**A. Membership Dues.** Membership dues for each fiscal year shall be per capita for each active member.

**B. Federation Dues.** The (Name of your club) will submit dues to the Federation. Each club member that pays active member dues, is also a member of the Federation.

**C. Life Member Dues.** 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. If you have Life Membership levels, you must have this section verbatim.

#### **Section 4. Federation and Member Club Relationship**

- A.** Member clubs are expected to comply with state and federal laws concerning taxes. The Federation shall not be responsible for a club's failure to do so.
- B.** Member clubs shall adopt the same fiscal year as the Federation.
- C.** The Federation shall not be responsible for the financial affairs of a member club.
- D.** A member club shall not be responsible for any obligation of the Federation.

### **ARTICLE IV - OFFICERS**

#### **Section 1. Elected Officers.**

**A. Elected Officers.** The elected officers of this club shall be President, President-Elect, Vice-President-at-Large, three (3) Vice Presidents, Recording Secretary, and Treasurer. (Each club should amend the number of elected officers to what works for the club - President and Secretary are the minimum a club can have)

**B. By Virtue of Office.**

**1.** The office of President shall be filled automatically by the President-Elect at the

end of the term of the president.

2. The office of Vice President-at-large shall be filled by the immediate past President.

**Section 2. Eligibility.** Eligibility for all elected officers shall include active members in good standing.

**Section 3. Term of Office and Term Limits.**

- A. Officers will be elected for a term of one (1) year, or until their successors are elected. No elected officer may serve more than two (2) successive terms in the same office. 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. Vacancies.**

- A. **Filling a Vacancy.** A vacancy in any elected office shall be filled for the unexpired term by a two-thirds vote of the board of directors.
- B. **Temporary Vacancy in the Office of the President.** A temporary vacancy in the office of President shall be filled by the Vice President at Large who shall assume the duties and powers of the President for the temporary period.

**Section 5. Request for Resignation.** An officer may be requested to resign from office by the board of directors when the welfare of the Club necessitates it. A two-thirds vote of the remaining members of the board of directors shall be required.

**Section 6. Removal from Office.** Any officer may be removed from office at any time with or without cause by a two-thirds vote of the remaining members of the board of directors provided notice has been given to the officer.

## **ARTICLE V NOMINATIONS AND ELECTIONS**

**Section 1. Nominations.**

- A. **Selection.** A nomination for each elected office shall be selected by the nominating Committee.
- B. **Nominating Committee Chairwoman and Members.** The Nominating Committee shall be comprised of the Vice President at Large, who shall serve as chairwoman, and three members appointed by the President, and should be appointed no later than the January meeting.

1. A member of the Nominating Committee shall not be a nominee to an elected office in the upcoming year.

**C. Report of the Nominating Committee.** The report of the Nominating Committee shall be prepared and communicated to eligible voters prior to the April meeting and shall be presented at the April business meeting.

**D. Nominations from the Floor.** If an office is not slated by the April meeting, nominations may be made from the floor.

**Section 2. Election.** Officers shall be elected at the April business meeting. If there is only one nominee for an office, the election shall be by voice vote. If there is more than one nominee for an office, vote should be by ballot. Elected officers should be inducted at the May business meeting.

## **ARTICLE VI - MEETINGS**

**Section 1: Regular Meetings.** The regular meetings of the club shall be held monthly from September through May (*stating any month that may be skipped*), to be called by the President unless otherwise ordered by the club.

**Section 2. Special Meetings.** Special meetings may be called by the President with a majority vote of the board of directors. Notice shall be sent to the members of this club at least seven days prior to the scheduled date of the meeting.

**Section 3. Voting Body.** Voting privileges shall be limited to elected officers and active members in good standing.

**Section 4. Quorum.** (A number of members is preferred instead of % of membership) (#) members shall constitute a quorum at a regular meeting. (*Quorum should be a number that is approximately equal to the number of members normally in meeting attendance. This is to prevent a small number of members from determining an action. A percent of the total paid members may be too large related to the number normally in attendance.*)

**Section 5. Postponement.** In the event of an emergency, the board of directors may postpone a membership meeting. All members of the club shall be notified of the postponement in a manner determined by the board of directors to be fair and reasonable under the circumstances.

**Section 6. Voting Restriction.** Absentee voting or voting by proxy shall be prohibited.

## **ARTICLE VII – BOARD OF DIRECTORS**

### **Section 1. Board Composition.**

- A. Voting Members.** The voting members of the board of directors shall consist of the club officers: the President, the President-Elect, the Vice President at Large, the \_\_\_\_\_ # of Vice Presidents, the Recording Secretary, and the Treasurer.
- B. Appointed Positions.** The appointed officers of this club shall be the Corresponding Secretary, Parliamentarian, and Historian. These appointments are made by the President.
- C. Board Power and Authority.** The board of directors shall have full power and authority over the affairs of the club between membership meetings except as otherwise provided in these bylaws.

### **Section 2. Board Duties**

- A. Financial Duties.** The financial duties of the board of directors shall include:
1. Adopting the annual budget.
  2. Approving the annual financial reports.
- B. Administrative Duties.** The administrative duties of the board of directors shall include:
1. Filling vacancies that occur in officer positions.
  2. Approving the selection of life members.
- C. Other Duties.** The board of directors shall perform other financial and administrative duties that may be dictated by the membership, established in these bylaws, or as required by Texas statutes.

### **Section 3. Board Meetings**

- A. Regular.** The Board of Directors shall hold at least three (3) meetings during the administration year.
- B. Special.** Special meetings may be called by the President and shall be called by the President on the written request of four of the elected members of the board. The call shall be given with seven calendar days' notice. Notice may be waived by the members of the board in accordance with statutory requirements. Board members present at a special meeting shall be deemed to have received, or to have waived, notice.

**C. Summer Planning Workshop and Business Meeting.** The date of the summer workshop and business meeting shall be determined by the President.

**D. Quorum.** The quorum for a meeting of the board of directors shall be a majority of the voting members of the board.

**Section 4. Voting Restriction.** Absentee voting or voting by proxy shall be prohibited. If members serve as co-chairs for any position, only one vote is allowed between them for board votes.

## **ARTICLE VIII – COMMITTEES**

**Section 1. Standing Committees.** Standing committees are those committees that perform a continuing function and remain in existence permanently. Committees may be established by the board of directors by a two-thirds vote, provided the composition, accountability, and term of office are adhered to.

**A. Composition.** The chairwoman and members of each standing committee shall be appointed by the President and shall be active members of a member club.

**B. Accountability.** All standing committees shall report to the board of directors and shall be the responsibility of the President between meetings of the board of directors.

**Section 2. Special Committees.** Special committees may be appointed by the President or may be ordered by the board of directors or the membership.

**Section 3. Ex Officio.** The President shall be an ex officio member of all committees except the Nominating Committee and the Audit Committee.

## **ARTICLE IX - FINANCES**

**Section 1. Fiscal Year.** The fiscal year shall be June 1 through May 31.

**Section 2. Financial Records and Annual Reports.** The financial records are maintained by the treasurer and the annual financial report shall conform to generally accepted accounting standards.



**Section 3. Budget.** A budget for each fiscal year shall be adopted by the board of directors and shall be the guide for the fiscal management of the club. A budget committee composed of the immediate past Treasurer as chairwoman, the Treasurer, the President, the President-Elect and the Vice President at Large, shall prepare the budget for presentation and approval to the board of directors at **the summer board workshop and business meeting**. The budget shall be presented to the membership at the first business meeting.

**Section 4. Audit.** The financial records of the Club shall be audited annually by a committee composed of three members and one alternate appointed by the outgoing president **by the April meeting**. No member of the Audit Committee shall be a current board member or an immediate past board member. The chairwoman of the committee shall have accounting knowledge. The report of the committee shall be presented to the board of directors and to the membership at the fall business meeting.

**Section 5. Tax Returns.** Federal and state tax returns shall be filed annually or as otherwise required.

**Section 6. Insurance (if applicable but not required).** Insurance shall be maintained by the Club and protects the club against financial loss as a result of a crime and the club officers against personal losses and personal liability if they are sued as a result of serving as a club officer.

**Section 7. Personal Inurement.** No part of the net earnings of the club shall inure to the benefit of, or be distributable to its members, officers, or other private persons.

## **ARTICLE X - ELECTRONIC MEETINGS AND COMMUNICATIONS**

**Section 1. Meetings.** The membership, the board of directors, 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. Communications.** All communications, including meeting notices, shall be sent electronically.

**Section 3. Voting.** 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 AT FEDERATION MEETINGS**

**Section 1. Delegates.** 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**

**Section 1. Parliamentary Authority.** The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Club may adopt.

## **ARTICLE XIII AMENDMENT OF BYLAWS**

**Section 1. Amendment.** The bylaws may be amended at any club business meeting by a two-thirds vote, provided notice of the amendment indicating its exact content has been sent to the member clubs thirty days prior to the meeting.

**Section 2. Submitting Proposed Amendments.** An amendment may be proposed by an active member of the club, the board of directors, a standing or special committee. Only amendments approved by the board of directors by a two-thirds vote shall be submitted to the membership.

## **Article XIV – Dissolution**

**Section 1. 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.

## Standing Rules of (Your Club Name) Texas A&M University Mothers' Club

1. Nondiscriminatory Policy: Scholarships awarded by the Club shall be restricted to students attending Texas A&M - College Station, Texas A&M - Galveston; Texas A&M – McAllen, however such scholarships shall not discriminate on the basis of an individual's age, sex, color, creed and religion or national/ethnic origin.
2. Basic Scholarship Selection Criteria should be listed- such as, (These are examples)
  - A. Be a graduating senior that has been accepted to TAMU - College Station, Galveston or McAllen campus (If you target High School graduates)
  - B. Have 30 hours at TAMU - College Station, Galveston or McAllen campus (If you target current college students)
  - C. Have permanent residence in the following zip codes.....
  - D. Have a minimum GPA of 2.0
  - E. Be attending TAMU - College Station, Galveston or McAllen campus in the upcoming Fall Semester
  - F. Must be enrolled as a full time student
  - G. The scholarship money will be paid directly to Texas A&M and the school will disburse the funds to the student account in the fall and the spring or as directed by the club to the scholarship office.
  - H. Not have previously received a (Club name) Aggie Moms Scholarship(s).
3. Scholarship Selection Criteria:
  - A. Freshman Scholarships: the recipient (s) must:
    - Be a graduating senior of a ..... County public or private senior high school or be a ..... County resident who is a graduating senior of a public or private senior high school in another county or be a ..... County "home schooled" resident, who meets the entrance requirements for Texas A&M - College Station, Texas A&M – Galveston, or Texas A&M – McAllen for admission as a student.
    - Submit the Club's application.
    - Attend Texas A&M - College Station, Texas A&M – Galveston, or Texas A&M - McAllen the following fall and spring semester to receive the scholarship financial benefit. Must be enrolled as a full time student. The scholarship money will be paid directly to Texas A&M and the school will disburse the funds into the student account in the fall and the spring or as directed by the club to the scholarship office.
  - B. Senior (**or Returning Students**) Scholarships: The recipient(s) must:
    - Meet the same residency requirements as the Freshman Scholarships or have a declared Home of Record currently in ..... County or qualified for our scholarship as a freshman; have completed at least 2 semesters at

Texas A&M - College Station, Texas A&M – Galveston, Texas A&M or Texas A&M - McAllen, have a minimum of required hours (***to qualify for senior classification***) as determined by Texas A&M University and have a GPA of at least 2.0 by the end of the summer prior to the fall semester in which they are applying for the scholarship. Must be enrolled full time unless it is your last semester before graduation, and permission must be given to the school to accept the scholarship award. The scholarship funds will be disbursed directly to Texas A&M and the school will disburse the funds into the student account.

- Not have previously received a (***Senior***) Scholarship(s).
- Submit the Club's application.

***Other Standing rules should possibly include:***

- ***Meeting place and time***
- ***Amount of dues for member classification***

***Standing Rules should include:***

- ***Detailed job descriptions for Board and appointed members***