

Bylaws of the Dallas County A&M Mothers' Club

Article I – Name

The name of this organization shall be the Dallas County A&M 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 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 and will include Adopt-A-Moms as defined by the Federation that meet these requirements.

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: Honorary Members: Honorary Members are individuals selected by the Executive Board whom the Club wishes to honor. An Honorary Member shall have none of the obligations of membership in the Federation, but shall be entitled to all the privileges except those of making motions, of voting, and of holding office.

Article IV – Dues and Donations

Section 1: The annual dues of the Club shall be set by the Executive Board, subject to approval by the membership at a general meeting.

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

Section 3: The Mrs. H. L Peoples' Memorial Continuing Book Fund was established by a donation from the daughter of Mrs. Peoples as of February 17, 1972. In 1991, the fund was consolidated into the Mothers' Club's Library Endowment. The Mothers' Club's Library Endowment goal was fully funded in 2021. Upon the death of an Active or Life Member, a donation in the amount designated in the standing rules shall be made to a qualifying Texas A&M organization.

Article V – Meetings

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

Section 2: Eight (8) percent of the Active Members and Life Members shall constitute a quorum at a general meeting.

Section 3: The last regularly scheduled general meeting of the year shall be for the purpose of installing officers and transacting any other business that may arise.

Section 4: The Executive Board shall meet no fewer than nine (9) times during each fiscal year.

Section 5: Special meetings of the Club may be called by the President or any nine (9) active voting members, provided ten (10) days' notice by written or electronic means is given to the entire membership.

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. An exception will be allowed if the Nominating Committee has made every attempt to recruit a new qualified member without success. The officers shall be elected by ballot from the active membership. If there is only one candidate for an office, election may be by voice vote. President-Elect, President and Vice President at Large are limited to a one (1) year term in each office. The term of office shall begin on June 1 and end on May 31 to coincide with the fiscal year of the Club.

Section 2: No officers, except President and President-Elect shall be automatically advanced to any other office.

Section 3: The annual officer election shall be held at the April general meeting. Nominations may be made from the floor if consent has been obtained from the candidate prior to her being placed in nomination. Officers shall assume their duties as of June 1, after the election.

Section 4: An Associate Member may not serve as an officer or committee chair and shall have no voting privileges.

Section 5: Voting privileges shall be limited to Active Members in good standing.

Article VII – Officers (Elected and Appointed)

Section 1: The elected (voting) officers of the Club shall consist of a President, President- Elect, Vice President at Large, Vice President of Membership, Vice President of Fundraising, Vice President of Communications, Recording Secretary, Corresponding Secretary, Historian, and Treasurer. These Officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the organization.

Section 2: The appointed (non-voting) officers of the Club shall include the Parliamentarian, Federation District Representative, and any others deemed necessary by the current President, as stated in the standing rules. These appointments are made by the President. Notwithstanding anything contained herein to the contrary, all appointed officers shall be ineligible to participate in the Executive Board votes.

Section 3: The Immediate Past President shall serve as Vice President at Large. If she is unable or unwilling to fulfill this position, the Vice President at Large will be appointed by the incoming President.

Section 4: In the event of a vacancy of an elected office, the Nominating Committee shall reconvene to select one (1) qualified nominee for any vacancy. After identifying a candidate, the Nominating Committee will present the candidate for election by the Active Members at the next general meeting.

Section 5: The Advisory Council shall be composed of all active and life-qualifying past presidents, with the immediate past president serving as Chair. The Council shall meet at the call of the Chair, Club President, or any three (3) members of the Council, and shall serve in an advisory capacity only.

Section 6: Any elected officer who is absent for two (2) Executive Board meetings without a valid excuse may be replaced.

Article VIII - Duties of Elected (Voting) Officers

Section 1: The President shall preside over all meetings, act as ex-officio member on all committees except the Nominating and Audit Committees, and shall perform all duties which pertain to the office. The President shall have general supervision over the affairs of the Club. The President shall also appoint all chairs and establish additional special committees as needed.

Section 2: The President-Elect shall become familiar with all activities pertaining to the office of the President and shall perform any tasks delegated by the President.

Section 3: The Vice President at Large shall temporarily perform any duties of any vacant Executive Board position. The Vice President at Large, followed by the President- Elect, shall preside in the absence of the President, and perform such other duties as may be assigned to them until the Nominating Committee is convened to name an interim President who would then

be confirmed by the Executive Board. The President-Elect would still proceed to the office of President the following fiscal year.

Section 4: The Vice President of Membership shall be responsible for membership and all recruiting events.

Section 5: The Vice President of Communications shall be responsible for publicity and the Club's communications including, but not limited to, written and electronic messaging.

Section 6: The Vice President of Fundraising shall be responsible for all fundraising activities of the Club, including Boutique.

Section 7: The Recording Secretary shall take and keep the minutes of all Executive Board and general meetings of the Club.

Section 8: The Corresponding Secretary shall be in charge of all outgoing written correspondence and graduating senior student recognition.

Section 9: The Historian shall keep a record of the Club and its activities and create a scrapbook of the Club's activities.

Section 10: The Treasurer shall be responsible for all monies received, held, and disbursed. She shall disburse funds for all budgeted items, and disburse non-budgeted funds only as approved by the Executive Board. The Treasurer shall prepare the financial books for audit.

Section 11: Removal from Office of any Board Member

The Board may, by two-thirds vote (of those present and 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 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 — Duties of Standing Committees

Section 1: The President shall appoint a Nominating Committee of at least three (3) members no later than January 31. The term of this committee will be from February 1 to the following January 31. The committee shall:

- A. Be composed of current, active members who have attended at least three (3) meetings/events during the current fiscal year.
- B. Not include more than two (2) members who served on the committee the previous year.
- C. Not include the President or President-Elect.
- D. Meet, contact and select one (1) nominee for each office from current, active members who have attended at least three (3) meetings/events during the current fiscal year
- E. Present the proposed slate of officers no later than 30 days prior to the April general meeting.

Section 2: The President shall appoint an Audit Committee of at least three (3) members, which includes the incoming President, incoming Treasurer, and at least one member from a prior year's Audit Committee. If the Treasurer is serving a second term, she is ineligible to serve on the Audit Committee. The Audit 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. The Audit Committee Chair shall present a written report to the Executive Board and to the Active Members at a general meeting.

Section 3: The Budget Committee shall be comprised of the Treasurer serving as Chair, the President, the President-Elect and the Vice President at Large, and shall:

- A. Recommend the proposed budget to the Executive Board for approval.
- B. Present proposed budget, as approved by the Executive Board, for approval by the Club's membership at the September general meeting.

Section 4: The President shall have the power to appoint the chairs of standing committees as necessary for the proper conduct of the business of the Club.

Article X – Executive Board (Elected and Appointed Officers)

The Executive Board shall be composed of elected officers, Parliamentarian and Federation Representative.

Section 1: The elected officers of the Executive Board shall have all authority to act for this organization between business meetings. All Executive Board members must be active participating members of the Club.

Section 2: The Executive Board shall hold at least nine (9) meetings during the fiscal year. Any member absent from more than two (2) Executive Board Meetings without a valid excuse may be asked to resign.

Section 3: Two thirds (2/3) of the elected officers, all elected officers being eligible to vote, shall constitute a quorum for Executive Board meetings.

Section 4: If members serve as Co-Chairs for any position, only one vote is allowed between them for Executive Board votes.

Section 5: Special meetings of the Executive Board may be called by the President or any three (3) elected officers of the Executive Board, provided five (5) days' notice has been given.

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 By-laws.

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 by-laws 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 and eligible to vote, 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 thirty (30) days prior to the 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) 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.

Rewrite October 2018 draft by Sharon Keeler – DCAM President 2018-2019, Carol Barke – Chair of Bylaws Committee, Robin McMahan, Peggy Nolan, Mavis Sauer, and Corlie Storey

Bylaws rewrite approved by the Club's Executive Board vote on November 1, 2018.

Bylaws rewrite approved by the Club membership vote on January 17, 2019.

Bylaws – Article IV, Section 3; Article VI, Sections 1, 3, 5, 6; Article IX, Section 1 - amended by Executive Board approval on March 10, 2022, and Club membership vote on April 28, 2021.

Standing Rules of Dallas County A&M Mothers' Club

1. Dues:

- A. Annual dues for Active Members shall be \$35.00 with payment due by the Executive Board-designated date.
- B. Annual dues for Associate Members shall be \$25.00 with payment due by Executive Board-designated date.
- C. Life Members will not be assessed the annual membership fee.

2. Donations

- A. Donations to student organizations shall be limited to organizations that are designated as eligible by the Federation on the Authorized Student Organization List.
- B. Upon the death of an Active or Life member of the Club, a donation in the amount of \$50 shall be made to an eligible Texas A&M organization.

3. Scholarships:

Dallas County A&M Mothers' Club offers scholarships that are open to all students in Dallas County and all other zip codes in which the Club has paid members. All scholarship applications are submitted to the Texas A&M University Scholarships and Financial Aid Office. Student organization donations are awarded through the Texas A&M Foundation.

4. Finance:

- A. If the Treasurer receives a request to disburse funds prior to the current year's budget being approved by the general membership, the Treasurer shall submit the request to the President for review and approval. Such unbudgeted expenditures shall be incorporated into the financial reports.
- B. Approval of the Executive Board is necessary for unbudgeted expenditures greater than \$50, but less than seven hundred fifty dollars (\$750.) Unbudgeted expenditures over seven hundred fifty dollars (\$750) must be approved by the membership.
- C. The Club will leave \$5,000 in the general operating bank account, at the end of each fiscal year in order to have sufficient start-up funds for the new year. The Treasurer will confirm that the check register balance on June 1 of each year will be at least \$5,000.
- D. The Club will maintain a separate bank account to hold any funds being saved to create future endowments.

5. Duties of Appointed (Non-voting) Officers

- A. The Parliamentarian shall be ready at all times to advise the Club in regard to all questions of parliamentary procedure and shall supervise all elections. The Parliamentarian shall report to the President.
- B. The Boutique Chair shall be responsible for securing, creating, and maintaining an

inventory of merchandise to be sold for the benefit of the Club. She will also recruit volunteers to staff all sales. The Boutique Chair shall report to the Vice President of Fundraising.

- C. The Directory Chair shall be responsible for the creation and distribution of the membership directory, based on the information received from the Vice President of Membership. The Directory Chair shall report to the Vice President of Membership.
- D. The Hospitality Chair shall be responsible for setup and cleanup of food and beverages for the general meetings and the annual Howdy Party. The Hospitality Chair shall secure volunteers to assist whenever necessary. The Hospitality Chair shall report to the Vice President at Large.
- E. The Howdy Chair shall be responsible for greeting members at general meetings, registering all attendees and overseeing any games at the general meeting. The Howdy Chair shall report to the Vice President of Membership.
- F. The Newsletter Chair shall be responsible for the creation, publication, and distribution of the Club's newsletter. The Newsletter Chair shall report to the Vice President of Communications.
- G. The Federation District Representative shall keep the Executive Board apprised of all activities of the Federation of Texas A&M Mothers' Club. The Federation District Representative shall report to the President.
- H. Other Chairs appointed by the President shall report to the President or her designee.

6. Vacancy of Voting Officer Position

If a critical board position is vacant for more than 60 days, the president may appoint a past board member, who is in good standing, to the vacancy, to serve out the remainder of the term, despite number of previous terms served.

AMENDMENTS TO STANDING RULES.

The Standing Rules, following Robert's Rules of Order, may be amended by a majority vote of Active Members present, provided notice of the proposed amendment was given prior to the meeting, or may be amended without notice by a two-thirds vote of Active Members present at the time.

*Rewrite October 2018 draft by Sharon Keeler – DCAM President 2018-2019, Carol Barke – Chair of Bylaws Committee, Robin McMahan, Peggy Nolan, Mavis Sauer, and Corlie Storey
Standing Rules approved by the Club's Executive Board vote on November 1, 2018.
Standing Rules approved by the Club membership vote on January 17, 2019.*

Standing Rules – Section 6 – added by the Club membership vote on November 18, 2021.

Standing Rules - Section 2.B. - amended by Executive Board approval on March 10, 2022, and Club membership vote on April 28, 2021.