# Denton County A&M University Mothers' Club

# CONSTITUTION AND BYLAWS

## ARTICLE I – NAME

The name of this organization shall be the "Denton County A&M University Mothers' Club, "a member of the Federation of Texas A&M University Mothers’ Clubs (the Federation).

## ARTICLE II – PURPOSE

By individual and united effort, contribute in every way to the comfort and welfare of the students and cooperate with the faculty of the University in maintaining a high standard of moral conduct and intellectual attainment.

Said organization is organized exclusively for charitable and educational purposes, including for such purpose of making of distributions to organizations that qualify as exempt organizations under section 501 (c)(3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law).

## ARTICLE III - MEMBERSHIP AND DUES

Section 1. The membership of the Club shall be composed of mothers, step-mothers, or female guardians of past and present students of Texas A&M University residing in Denton County.

Section 2. An Adoptive Member may be a parent or legal guardian of students or former students of Texas A&M University that do not qualify under Section 1. Frequently they are members we "adopt" from another state or from outside the United States, as well as fathers, grandparents or extended families, who want to join and become active in the Club. An Adoptive Member may not hold a committee chair position nor an elected office or serve as delegate to the Federation. Adoptive members shall pay half of the dues of an active member and will not have voting privileges.

Section 3. The annual dues of the Club shall be voted on by the incoming Executive Board each year at the May Board meeting. Dues include a portion from which State Federation dues per member are paid.

Section 4. Life Honorary Membership shall be available to those who have held active membership in the Denton County A&M University Mothers' Club for at least ten (10) years. They shall be entitled to full privileges of the Club including the right to hold office. A Life Honorary Member is not required to pay annual dues to the Club; however, the Club must still remit annual dues to the Federation for each Life Honorary Member.

## ARTICLE IV – ELECTION

Section 1. Nominations for office shall be made by a nominating committee consisting of three members appointed by the President, one of which is the Vice President at Large. The President shall appoint an alternate member to serve in the absence of any one of the other three members. The committee will be appointed at the February Board meeting.

Section 2. The nominating committee shall present its slate of nominations for election at the general meeting in March, where any additional nominations for office can be made from the floor. Vote will be taken at the April general meeting; installation will be held at the May general meeting. If there is a Board position for which no candidate has been slated, the new Board will continue to look for a willing volunteer, who will then be installed and begin her duties.

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

Section 4. No officers except President and President-Elect shall automatically advance to any other office.

## ARTICLE V – ELECTED OFFICERS AND DUTIES

Section 1. The elected officers of this Club shall be the President, Vice President at Large (who shall be the immediate past President), six Vice Presidents, Secretary, Treasurer, Publicity/Historian, DotCom Mom, Corresponding Secretary who are all elected for a term of one (1) year. No elected officer may serve more than two (2) successive terms in the same office. The Club may choose to include a "President Elect" on the Board if a candidate is willing to shadow the President in preparation for election as President the following year.

Section 2. The **President** shall preside at all meetings; shall appoint all standing committee chairmen and special committees as needed; shall act as ex-officio member of all committees except the nominating committee; shall compose a letter to be included in a monthly (or as deemed appropriate by the Executive Board) newsletter; shall perform such other duties that pertain to the office; and shall furnish each Executive Board member a specification of duties as defined in the Bylaws as well as their traditional responsibilities by the May Board meeting.

Section 2a. The **President Elect** shall become familiar with all activities and duties pertaining to the office of the President and share primary responsibilities with the President as Club representative. The President Elect will perform duties of the President in her absence

Section 3. The Vice Presidents shall preside in the absence of the President (or President Elect), in order named and shall perform such other duties that are necessary during the absence of the President (or President Elect).

Section 3a. The **Vice President at Large** shall be the retiring President, shall assist any officer or chairman when needed and shall fill any vacancy occurring on the Executive Board until said vacancy is filled permanently by the Executive Board. The Vice President at Large shall serve as a member of the nominating committee, but not as chairman, and shall serve as liaison of scholarship information between Texas A&M University Students Financial Aid Office, the Club and the scholarship recipients.

Section 3b. The First Vice President shall be **Chairman of Membership** whose duties shall be to secure from Texas A&M University the names of students from the Denton County area and solicit membership of parents or guardians of students. The Membership Chair will keep the electronic record of active and life members up to date and provide this information to other officers as needed.

Section 3c. The Second Vice President shall be **Chairmen of Fundraising** and be in charge of raising monies for the Club to award as scholarships. They will oversee sub-committees for boutique and other fundraising events.

Section 3d. The Third Vice President shall be **Chairman of Programs** who will make arrangements for and have charge of all programs, refreshments and table decorations at Club meetings.

Section 3e. The Fourth Vice President shall be **Chairman of the Newsletter** who shall be responsible for distribution of all newsletters to the membership.

Section 3f. The Fifth Vice President shall be **Chairman of Directory and Yearbook** whose duties shall be production of the yearbook. Beginning in August, the yearbook/directory will include the President’s letter, a list of all scheduled meetings and new officers of the Club. In December, she will produce the completed yearbook/directory to include the full membership of the Club.

Section 3g. The Sixth Vice President shall be **Chairmen of Student Hospitality** who is responsible for the party or meeting welcoming students of Denton County A&M University Mother’s Club members and will send letters and cards throughout the year to students on birthdays and other occasions.

Section 4. The **Secretary** shall keep the minutes of the meetings and furnish the President a copy and send a copy to the DotCom Mom to forward to the Board or general membership as necessary for approval at the appropriate meeting.

Section 5. The **Treasurer** shall take charge of all money including the scholarship projects’ monies, keep account of same and render monthly and annual (fiscal year) reports of receipts and disbursements; shall collect all dues; shall disperse funds for all budgeted items, and disperse non-budgeted funds only as approved by the Executive Board, securing the counter signature of the President; submit records for audit and shall file all required tax forms. The Club’s fiscal year will correspond to the Federation’s fiscal year.

Section 6. The **Chairman of** **Publicity/Historian** shall create the scrapbook of the Club by keeping news articles, taking pictures of Club activities and keeping the history for the year. The completed scrapbook is to be given to the outgoing President of the Denton County A&M University Mothers' Club at the May general meeting. Copies of Club news and pictures are to be sent to the Federation Historian, so our Club will be put in the scrapbook for the current Federation President. The Chairman of Publicity/Historian will also archive annual reports, minutes and other documents using the Cushing Library Guidelines.

Section 7. The **Dot.Com Mom** shall conduct correspondence as needed and be responsible for seeing that all of the membership are contacted by email regarding special situations, meetings, or concerns as deemed by the President, and will maintain a website and all social media avenues used by the Club.

Section 8. The **Corresponding Secretary** shall be the official "Sunshine Mom" of the Denton County A&M University Mothers' Club. The Sunshine Mom will send birthday cards to members and will send appropriate communications for other events such as death of an Aggie, death of a member or member’s husband.

Section 9. 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 10. 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:

1. Commission of an act constituting in the judgement 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 judgement of the Board, an inability to complete the term to which the person was elected or appointed.

## ARTICLE VI – APPOINTED OFFICERS AND DUTIES

Section 1. The appointed officers of this Club shall be the Pecan Chairman, Cruise Chairman, Boutique Chairman, Angel Mom, and the Parliamentarian.

Section 2. The **Pecan Chairman** shall be responsible for the pecan fundraiser which includes contacting the pecan company to discuss timing and prices, disseminating information to the Club membership to aid in the sale of the pecans, and arranging pick-up and delivery of the orders.

Section 3. The **Cruise Chairman** shall be responsible for the cruise fundraiser which includes making travel arrangements for the cruise(s); determining travel location, dates and prices, and coordinating all facets of the trip(s).

Section 4. The **Boutique Chairman** shall be responsible for securing, creating, and maintaining an inventory of merchandise to be sold for the benefit of the Club.

Section 5. The **Angel Mom** shall be responsible for matching new moms with seasoned moms who have volunteered to mentor and share knowledge of the University and student life. Angel Mom will be responsible for scheduling gatherings and organizing events for all members who want to participate.

Section 6. The **Parliamentarian** shall be ready at all times to advise the Club in regard to all questions of parliamentary procedure and shall serve as Bylaws Revision Committee Chair and be responsible for maintaining the bylaws and affecting the necessary changes accordingly.

Section 6. The appointed Officers have no voting privileges at Board meetings.

## ARTICLE VII – STANDING COMMITTEES AND DUTIES

The President shall appoint the following standing committee chairmen with the approval of the Executive Board: nominating committee (as noted in Article IV, Section 1), audit committee, and any other committees deemed necessary.

Section 1. The Audit committee shall be appointed by the President, consisting of three (3) members from membership; to audit all Treasurer books, including scholarship fund raising and any other funds of the Club. The outgoing Treasurer, outgoing scholarship chairman (Vice President at Large) and incoming Treasurer shall attend the audit committee meeting, not as elected members but as consultants. All books shall close by the end of the Club’s fiscal year. Books are to be audited no later than 45 days after the close of the fiscal year.

Section 2. The Budget Committee, chaired by the Treasurer, will consist of the Executive Board, who will recommend the projected annual budget for its approval and adoption by August 1.

Section 3. Each standing committee chairman shall appoint a committee to aid in the duties of that office if necessary.

Section 4. Standing committee chairmen have no voting privileges at Board meetings.

## ARTICLE VIII – MEETINGS

Section 1. General membership meetings shall be held monthly from September through May unless otherwise ordered by the Executive Board.

Section 2. Special meetings may be called by the President, by the Executive Board, or by petition of ten (10) members of the Club to the President or Executive Board.

Section 3. Twenty (20) paid members in attendance at the time a vote is taken will constitute a quorum.

Section 4. Board meetings and general membership meetings can be held either in person or by video conference or a combination of, at the discretion of the Executive Board.

## ARTICLE IX - EXECUTIVE BOARD

Section 1. The Executive Board shall be composed of elected officers, appointed officers, chairmen of standing committees and any member elected to office in state federation. The Executive Board shall transact the business of the Club between meetings.

Section 2. The meetings of the Executive Board shall be set by each administration. Special meetings may be called by the President or shall be called by petition of three (3) members of the Board.

Section 3. Board votes are limited to elected officers. There must be fifty percent of eligible voting officers plus one (voting officers as defined by the bylaws for eligible voting positions/officers) in attendance at Board meetings to constitute a quorum.

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

Section 5. All officers and committee chairmen shall file an annual report, no later than the May board meeting, giving a summary of accomplishments. Officers' reports shall be paper or electronic; copies shall be given to their successors, the President and the Historian.

Section 6. Files of officers and chairmen shall be forwarded to their successors by the May Board meeting.

## ARTICLE X- PARLIAMENTARY AUTHORITY

ROBERT'S RULES OF ORDER NEWLY REVISED shall be the parliamentary authority for all meetings when they are not in conflict with these bylaws.

## ARTICLE XI– AMENDMENTS

Bylaws of this Club may be amended at any general meeting by a two-thirds vote of the members present and voting, provided notice in writing of the proposed changes has been filed with the Secretary and read at the previous general meeting.

## ARTICLE XII - 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 person, 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 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 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 corresponding provision of any future United States Internal Revenue Law).

## ARTICLE XIII – DISSOLUTION

In the event of dissolution of the Club, for whatever reason, all of the assets of the Club remaining after all obligations and debts have been set and paid in full shall be turned over in entirety to Texas A&M University Development Foundation.

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.

## Revision History

Revised, September 1992

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