

**BYLAWS OF**  
**THE FEDERATION OF TEXAS A&M UNIVERSITY MOTHERS' CLUBS**

**Article I - Name**

The name of this organization shall be the "Federation of Texas A&M University Mothers' Clubs" (Federation).

**Article II - Purpose**

By individual and united effort contribute in every way to the comfort and welfare of the students and cooperate with Texas A&M University and its branch campuses 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 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: A Federation club is any mothers' club whose active membership consists of mothers, stepmothers or guardians of students or former students of Texas A&M University, provided the governing documents (constitution, bylaws) of this club are in harmony with the bylaws of the Federation. The Federation applies annually for group 501(c)(3) exemption with the IRS. Therefore, a Federation club is considered a subordinate of the Federation which maintains general supervision over all affiliated clubs.

Section 2: 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 is eligible to hold a Federation office per Federation bylaws.

Section 3: An Associate Member is a person other than a mother, stepmother or guardian of current or former students of Texas A&M University, provided that the Federation club's governing documents permit associate membership which may be defined according to the club's requirements. The Associate Member shall uphold and support the governing documents of the Federation club. An Associate Member is not eligible to hold a Federation office per Federation bylaws.

Section 4: Individuals who live in an area not served by an active Federation club are eligible to be adopted by a Federation club (Adopt-a-Mom Program), provided the individual upholds and supports the governing documents of the club.

Section 5: The spouse of the President of Texas A&M University is an Honorary President of this organization. The Honorary President shall have none of the obligations of membership in the Federation but shall be entitled to all of the privileges except those of making motions, of voting, and of holding office.

Section 6: An Honorary Life Member is a permanent honor and may be awarded to someone who provides extraordinary service or support to this organization as determined by a majority vote of the Board. This honor may be conferred posthumously. An Honorary Life Member has none of the obligations of membership in the Federation but is entitled to all of the privileges except those of making motions, voting, or of holding office.

Section 7: An Honorary Member has none of the obligations of membership in the Federation but is entitled to all of the privileges except those of making motions, voting, or of holding office.

- a. The spouse of the Chancellor of the Texas A&M University System is an Honorary Member of this organization during the tenure of their spouse.

- b. Other Honorary Memberships are considered a rare honor and may be awarded to someone who provides significant or special service or support to this organization as determined by a majority vote of the Board. This honor is conferred on an annual basis.

Section 8: If a member club chooses to leave the Federation on its own accord, that member club shall no longer be considered a Federation member club. The club, for all intents and purposes, can no longer:

- c. Use the name “Aggie Moms’ Club” or any form of “Federation of Texas A&M University Mothers’ Club;”
- d. Participate in any Federation activity or activity that is generally under the Federation oversight, such as Aggie Mom Boutique, distribution of goody bags through the MSC, and membership in the Association of Former Students’ Constituent Network;
- e. Have the rights and privileges that come with being a member club member under the Federation, such as serving on the Federation Board.

#### **Article IV - Meetings**

Section 1: The business meetings of the Federation shall be held three times per year. The meetings are to be held on the campus of Texas A&M University, College Station, unless otherwise determined by the Board. Time and place shall be determined by the Board.

- f. The Fall business meeting should be held on the Saturday preceding the first day of the Fall semester classes.
- g. The Winter business meeting should be held on the Saturday following the first day of the Spring semester classes.
- h. The Spring business meeting shall be held on the Friday and the Spring general meeting shall be held on the Saturday of Family Weekend.

Section 2: The Board shall meet on the day immediately preceding the business meetings. The date of the Board Summer Workshop shall be set at the discretion of the President. All officers are expected to attend these scheduled meetings. The President or four elected members of the Board may call special board meetings as deemed necessary with seven calendar days’ notice. Meetings may be in person or by digital communication method, per the current edition of *Robert’s Rules of Order Newly Revised*.

#### **Article V - Dues, Fees, and Fiscal Year**

Section 1: Payment of Dues and Fees – All clubs are required to submit dues, fees, and the appropriate form postmarked by February 1 of each year as follows:

- i. Membership dues are based on paid membership at the rate of \$2.00 per active member as defined by the member club.
- j. A one-time archive start-up fee is based on the number of voting delegates times \$10.00. This is a one-time fee.
- k. Archive continuing funding fees are \$0.25 per paid active member per year.

Section 2: Membership dues that are paid and postmarked after February 1 shall be assessed a penalty of \$0.50 per member; therefore, the club must pay a total of \$2.75 per active member.

Section 3: Any club that does not remit dues and fees by May 31 shall be considered inactive until dues and fees are current. Inactive clubs receive no benefits and are denied the right to send delegates and nominate a candidate for Federation office.

Section 4: Associate members of local clubs are excluded in the assessment of Federation dues and fees.

Section 5: Clubs chartered prior to February 1 of the current fiscal year shall pay dues and fees by February 1 of the current year. New clubs chartered after February 1 shall pay dues and fees beginning the following fiscal year.

Section 6: Fiscal year – The Federation fiscal year runs from June 1 of one year until May 31 of the next. Member clubs' fiscal year must match the Federation's fiscal year.

## **Article VI - Officers, Elections, and Duties**

### **Section 1: Officers**

- a. The Federation Board is composed of elected (voting) and appointed (non-voting) officers.
- b. The elected officers of this organization shall be President, President-Elect, Vice President at Large (who shall be the Immediate Past President), seven Vice Presidents, Recording Secretary, and Treasurer.
- c. The appointed officers of this organization shall be the Corresponding Secretary, Parliamentarian, Aggie Mom Camp Chair(s), Hospitality Chair(s), Electronic Information Chair(s), Parent Socials Chair(s), Historian, and Development Chair. These appointments are made by the President.

### **Section 2: Elections**

- a. Officers shall be elected for a term of one year or until their successors are elected.
- b. The officers of this organization shall be elected at the Spring business meeting by the voting delegates and take office at the conclusion of the meeting with the exception of the Treasurer whose term of office ends at the close of the Federation fiscal year on May 31.
- c. Nomination for office shall be made by a Nominating Committee comprised of the Vice President at Large and four members appointed by the President. The Vice President at Large shall serve as the Chairman.
  1. The President shall appoint an alternate member to serve in the absence of any one of the four appointed members.
  2. Each member must be appointed from a different club.
  3. No one shall be eligible to serve on the Nominating Committee more often than once every three years.
  4. No member of the Nominating Committee is eligible for an elected Federation office in the current year.
- d. Each club may submit only one nominee for consideration for Federation office. The President and Vice President at Large are nominees from their respective clubs. To be considered for a Federation office:
  1. The nominee must be an active participating member and must have been an officer of a Federation member club.
  2. The nominee's club must have its dues and fees paid and postmarked no later than February 1.
  3. No club may have its nominated member elected to the President-Elect of the Federation more often than every five years.
  4. A candidate for President-Elect must be serving as a current elected Federation officer, have previously held three Federation offices, a minimum of which two shall be elected, and have

served as president of a Federation member club to be eligible for this office. In the event there is no one that meets the qualifications for President-Elect, any current Board member may be considered.

- e. No officers, except President and President-Elect, shall be automatically advanced to any other office. No elected officer shall serve more than one year in the same office.
- f. Nominations for Federation officers shall be presented at the Spring business meeting. The Nominating Committee shall consider only the names submitted by the required deadline and endorsed by the various clubs for Federation office. Additional nominations may be made from the floor provided the nominee is eligible and has given consent. When there is more than one nominee for an office, the election shall be by ballot.

### Section 3: Duties of Elected (voting) Officers

- a. The President shall preside at all meetings, 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.
- 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. The President-Elect shall be responsible for accounting for group exemptions and filing of the appropriate annual IRS forms. The President-Elect shall be the point of contact for club issues.
- c. The Vice President at Large shall be the interim officer for any office open due to a resignation, removal, medical or otherwise incapacitated, or death of an elected officer until said office is filled. The Vice President at Large shall also be responsible for coordinating the transfer of archives materials from the Federation into the Cushing Library.
- d. 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. If the absence is permanent, the Nominating Committee nominates an interim President who must be elected by the Board before taking office. The President-Elect would still proceed to the office of President the following year.
- e. The First Vice President shall be responsible for Membership.
- f. The Second Vice President shall be responsible for Programs.
- g. The Third Vice President shall be responsible for Registration.
- h. The Fourth Vice President shall be responsible for Reports.
- i. The Fifth Vice President shall be responsible for Boutique.
- j. The Sixth Vice President shall be responsible for Districts.
- k. The Seventh Vice President shall be responsible for the Directory.
- l. The Recording Secretary shall keep the minutes of all meetings.
- m. The Treasurer shall be responsible for all monies received, held and disbursed. Upon the order of the Board, the Treasurer shall pay out money only by non-cash methods. In the event of unforeseen circumstances which require immediate attention prior to the next board meeting for items that are not a budgeted expense, monies may be disbursed upon the written order of the President. Such expenditures shall be incorporated in the reports to the business meetings. The Treasurer shall prepare the books for audit.

### Section 4: Duties of Appointed (non-voting) Officers

- a. The Corresponding Secretary shall have charge of all correspondence and send notice of meetings and other notices necessary for the proper conduct of the business of the Federation, unless otherwise provided for by special committee.
- b. The Parliamentarian shall be ready at all times to advise the Federation in regard to all questions of parliamentary procedure.
- c. The Aggie Mom Camp Chair(s) shall be responsible for planning, organizing, and coordinating Aggie Mom Camp.
- d. The Hospitality Chair(s) shall be responsible for making arrangements for the Fall, Winter and Spring Federation Dinners and meetings and other special occasions as requested by the President.
- e. The Electronic Information Chair(s) shall be responsible for the Federation website and duties as they pertain to all electronic communication.
- f. The Parent Socials Chair(s) shall be responsible for Federation duties as they pertain to New Student Conferences for parents of incoming students in coordination with Texas A&M University and appropriate branch campuses as needed and the Adopt-A-Mom Program with the First Vice President - Membership.
- g. The Historian shall keep a record of the Federation and its activities.
- h. The Development Chair shall be responsible for leading a committee that may include current Board members as well as non-Board members to evaluate and develop fundraising strategies to support the Federation's mission.

#### Section 5: Removal of a Board Member from Office

- a. At any regular or special board meeting, the Board may remove by a two-thirds vote, any member from the position to which the member has been elected or appointed by the President, according to these Bylaws, upon the occurrence of any of the following events:
  1. Commission of an act constituting in the judgment of the Board as 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, at any regular or special board meeting, the Board may remove any member at any time without cause by a two-thirds vote of the elected board members.

### **Article VII - Standing Committees and Special Committees**

Section 1: The standing committees of this organization shall be Budget, Audit, Development, and Nominating.

Section 2: The President shall appoint the chair and membership of all standing committees except the Budget Committee.

#### Section 3: Duties of Standing Committees

- a. The Budget Committee shall recommend the total budget to the Board for its approval and adoption. Members shall be the Treasurer as Chair, the immediate past Treasurer, President, President-Elect, and Vice President at Large.
- b. The Audit Committee shall audit the financial records of the Treasurer and present a report at the Fall business meeting. The Committee shall be selected by the outgoing President and shall consist

of three members and one alternate. No member of the Audit Committee should be a current board member or outgoing board member. It is recommended that the chairman of the committee have accounting knowledge.

- c. The Development Committee shall evaluate and develop fundraising strategies to support the Federation's mission.
- d. Nominating Committee – See Article VI, Section 2(c), 2(d) and 2(f).

Section 4: The President shall appoint the chair and membership of special committees established by the Board.

### **Article VIII - Executive Power**

The Board shall have all authority to act for this organization between business meetings.

### **Article IX - Delegates and Voting Power**

Section 1: Delegates

- a. The delegates to the Federation business meeting shall consist of three representatives: President (or appointee) and two selected members from each Texas A&M University Mothers' Club with a membership of one hundred or less, plus one additional delegate for each 50 member increment over 100. (For example, a club with a membership of 101 would receive an additional delegate and a club with a membership of 151 would receive two additional delegates.)
- b. Delegate count shall be determined by the dues and fees paid in the previous fiscal year.

Section 2: Voting Power

- a. The right to vote at board meetings shall be vested in elected Federation officers.
- b. The right to vote at business meetings shall be vested in Federation elected officers and delegates.

### **Article X - Member Club Relationship to Federation**

Section 1: All clubs that are members of the Federation are expected to comply with State and Federal laws concerning taxes. The Federation shall not be responsible for their failure to do so.

Section 2: The Federation shall not be responsible for the financial affairs of a member club.

Section 3: No member club shall be responsible for any obligation of the Federation.

Section 4: All member clubs shall operate under the same fiscal year as the Federation (June 1 – May 31).

### **Article XI - Quorum**

Delegates comprising one percent (1%) of the paid membership shall constitute a quorum for business meetings provided delegates from not less than twenty percent (20%) of clubs are represented. A majority of elected Board members shall constitute a quorum at board meetings.

### **Article XII - Parliamentary Authority**

The order of business and parliamentary procedure shall be followed as given in the current edition of *Robert's Rules of Order Newly Revised*, when they are not in conflict with these bylaws.

### **Article XIII - Amendments**

These bylaws may be amended by two-thirds vote at the business meeting, provided the proposed amendment or amendments have been first submitted to and approved by a two-thirds vote of the Board. Due notice of such

amendments shall be sent via US mail or electronic mail, according to their choice, to each Club President at the addresses of record, postmarked or electronically sent a minimum of 30 days, before the business meeting to which they are to be presented for vote. The electronic mail shall be in a format that cannot be edited.

#### **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) 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 XV - Dissolution**

Upon the dissolution of the organization, the 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 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 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.

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