

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

ARTICLE I NAME

The name of this organization is Federation of Texas A&M University Mothers' Clubs.

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. Federation Clubs. Members of the Federation shall be any mothers' club whose active membership consists of mothers, stepmothers or guardians of students or former students of Texas A&M University.

- A.** Eligibility. To be eligible to become a member of the Federation, the governing documents of a club shall be in harmony with the bylaws of the Federation.
- B.** Membership Status. A Federation club shall remain in good standing by adhering to the mission of the Federation, and by turning in required forms and paying all dues and fees by the determined deadline.
- C.** Types of Members.
 - 1.** 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.
 - 2.** 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, provided that the Federation club's governing documents permit associate membership which may be defined according to the club's requirements. An associate member shall uphold and support the governing documents of the Federation 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.
- D. Dues and Fees.** Dues and fees shall be determined by the board of directors and shall be submitted by each member club to the Federation on or before the determined deadline.
- 1. Membership Dues.** Membership dues for each fiscal year shall be per capita for each active member of each member club.
 - a. Penalty for Late Payment.** The penalty for late submission of membership dues shall be a per capita amount for each active member of the member club.
 - b. Loss of Active Status.** A member club whose dues and required forms are not received by the determined deadline shall be considered inactive until dues are current. Inactive clubs shall receive no benefits and shall be denied the right of representation at Federation business meetings and be denied nominating a candidate for Federation office.
 - 2. Archive Fees.** A one-time archive start-up fee shall be per capita per voting delegate for each new member club. Thereafter, an archive continuing funding fee shall be per capita for active members of each member club per year.
 - 3. Dues and Fees for New Clubs.** Membership dues for new clubs chartered prior to February 1 of the current fiscal year shall be for the current fiscal year. Membership dues for clubs chartered after February 1 shall be for the following fiscal year and the new club shall not be eligible for representation at Federation business meetings until the following spring meeting.
- E. Termination of Membership.** Whether a club's charter is terminated by the Federation, or a member club chooses to leave the Federation voluntarily, the club shall be prohibited from:
- 1.** using the name "Aggie Moms' Club" or any form of "Federation of Texas A&M University Mothers' Clubs;"

2. participating in any Federation activity or activity that is under Federation oversight, which shall include but is not limited to Aggie Mom Boutique, distribution of goody/finals bags through the university and appropriate branch campuses, and membership in the Association of Former Students' Constituent Network;
3. exercising the rights and privileges of a member club under the Federation and serving on the Federation board; and
4. shall receive no benefits and shall be denied the right of representation at Federation business meetings and be denied nominating a candidate for Federation office.

F. Federation and Member Club Relationship

1. 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.
2. Member clubs shall adopt the same fiscal year as the Federation.
3. The Federation shall not be responsible for the financial affairs of a member club.
4. A member club shall not be responsible for any obligation of the Federation.

Section 2. Honorary Members. Honorary membership, considered a rare honor, may be awarded to someone who provides significant or special service or support to the Federation and shall be determined by the board of directors. An honorary member 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, voting, and holding office.

A. Honorary President. The spouse of the president of Texas A&M University, when appropriate, shall be an honorary president of the Federation during the tenure of their spouse.

B. Honorary Life Member. An honorary life member shall be a permanent honor and may be awarded to someone who provides extraordinary service or support to the Federation as determined by the board of directors. This honor may be conferred posthumously.

C. Honorary Member.

1. The spouse of the chancellor of the Texas A&M University System, when appropriate, shall be an honorary member of the Federation.
2. Other honorary members, conferred on an annual basis, may be awarded to someone who provides significant or special service or support to the Federation as determined by the board of directors.

ARTICLE IV OFFICERS

Section 1. Officers. The officers of the Federation shall be a president, a president-elect, a vice president at large, seven vice presidents, a recording secretary, and a treasurer.

A. Elected Officers. The elected officers shall be the president-elect, the seven vice presidents, the recording secretary, and the treasurer.

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.

A. All Officers. Eligibility for all elected officers shall include active members in good standing, with no Federation disciplinary actions, of a Federation member club in good standing, and have been an officer in a member club.

B. President-Elect. To be eligible for the office of president-elect the candidate:

1. shall be serving as a current Federation board member;
2. shall have previously held two elected Federation offices;
3. shall have served as president of a Federation member club; and
4. may not be a member of a club with an elected president-elect in the last five years.

Section 3. Term of Office and Term Limits. All officers shall hold office for a term of one year or until their successors are elected. No officer shall serve more than one term in the same office. Officers shall take office at the conclusion of the spring business meeting, with the exception of the treasurer whose term of office shall begin at the beginning of the Federation's fiscal year.

Section 4. Vacancies.

A. Filling a Vacancy. A vacancy in any 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 Federation 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 nomination for each elected office shall be selected by the Nominating Committee. Only the names submitted by the specified deadline and endorsed by the various clubs for Federation office shall be considered by the Nominating Committee.

- A. Nominating Committee Chairwoman and Members.** The Nominating Committee shall be comprised of the vice president at large, who shall serve as chairwoman, and four members appointed by the president.
1. Each member appointed shall be from a different member club.
 2. No one shall be eligible to serve on the Nominating Committee more often than once every two years.
 3. A member of the Nominating Committee shall not be eligible for nomination to an elected Federation office in the current year.
 4. An alternate member shall be appointed to serve in the absence of any one of the four members.
- B. Member Club Nominees.** Each member club may submit only one nominee for consideration for a Federation office except the president's and the president-elect's clubs shall be prohibited from submitting a nominee.
- C. Exception for President-Elect.** If the eligibility requirements for president-elect cannot be met, any current elected board member may be considered.
- D. Open Position.** In the event of an open position, due to a shortage of applicants, the president may allow a late entry to be presented to the Nominating Committee.

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

F. Nominations from the Floor. If an office is not slated by the spring business meeting, nominations may be made from the floor; otherwise, nominations from the floor shall be prohibited.

Section 2. Election. Officers shall be elected at the spring business meeting. If there is only one nominee for an office, the election shall be by voice vote.

ARTICLE VI MEETINGS

Section 1. Regular Meetings. Regular meetings of the membership for the purpose of conducting business shall be held three times per year. The board of directors shall determine time and place.

A. Fall. The fall business meeting shall be held in August or during the fall semester.

B. Winter. The winter business meeting shall be held in January of the spring semester.

C. Spring. The spring business meeting shall be held in April of the spring semester.

Section 2. Special Meetings. Special meetings may be called by the president and shall be called by the president upon a majority vote of the board of directors, or upon the written request of ten member clubs. Notice shall be sent to the member clubs at least seven days prior to the scheduled date of the meeting.

Section 3. Voting Body. The voting body for a Federation business meeting shall consist of the Federation officers and three delegates (president, or appointee, and two selected members) from each Federation club with a membership of one hundred or less, plus one additional delegate for each fifty-member increment – or portion thereof – over one hundred. The membership count for the determination of the number of delegates shall be based on the dues and fees paid in the previous fiscal year.

Section 4. Quorum. A quorum for any regular or special business meeting shall be one percent of the total paid membership and representation of not less than twenty percent of Federation member clubs.

Section 5. Postponement. In the event of an emergency, the board of directors may postpone a membership meeting. All member clubs 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 FEDERATION BOARD OF DIRECTORS

Section 1. Board Composition.

A. Voting Members. The voting members of the board of directors shall consist of the Federation officers: the president, the president-elect, the vice president at large, the seven vice presidents, the recording secretary, and the treasurer.

B. Non-voting members. The non-voting members of the board of directors shall consist of the officers appointed to the positions of chief of staff, parliamentarian, historian, development, e-commerce, Aggie Mom Camp, hospitality, electronic information, social media, and parent socials. Non-voting members may speak in debate at board meetings but may not make motions or vote.

Section 2. Board Power and Authority. The board of directors shall have full power and authority over the affairs of the Federation between membership meetings except as otherwise provided in the articles of incorporation and these bylaws.

Section 3. Board Duties.

A. Financial Duties. The financial duties of the board of directors shall include:

1. adopting the annual budget; and
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 Federation officer positions;
2. approving the selection of honorary members;
3. reporting on the board of directors actions and activities at each meeting of the membership; and
4. having jurisdiction over all cases of loss of member clubs from the Federation and reinstatement.

C. Other Duties. The board of directors shall perform such other financial and administrative duties that may be dictated by the membership, established in these bylaws, or as required by Texas statutes.

Section 4. Board Meetings

A. Regular. The board of directors shall meet on the day immediately preceding the three regular Federation business meetings, when possible.

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 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 5. Business Without a Meeting. The board of directors may conduct business without a meeting provided the decisions are written, signed by each voting member, and are unanimous.

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

ARTICLE VIII COMMITTEES

Section 1. Standing Committees. Standing committees—those committees that perform a continuing function and remain in existence permanently—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 responsible to the president between meetings of the board of directors.

C. Work Approval. All work undertaken by a standing committee shall require prior approval of the board of directors.

D. Term of Office. The term of office for committee members shall correspond to that of the Federation officers.

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 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 that shall be the guide for the fiscal management of the Federation. A budget committee composed of the immediate past treasurer as chairwoman, the treasurer, the president, the president-elect, the vice president at large, and the development officer 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 fall business meeting.

Section 4. Audit. The financial records of the Federation shall be audited annually by a committee composed of three members and one alternate appointed by the outgoing president. 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. Insurance shall be maintained by the Federation that protects the Federation against financial loss as a result of a crime and the Federation officers against personal losses and personal liability if they are sued as a result of serving as a Federation officer.

Section 7. Personal Inurement. No part of the net earnings of the Federation 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 Federation 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 PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Federation 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 Federation may adopt.

ARTICLE XII AMENDMENT OF BYLAWS

Section 1. Amendment. The bylaws may be amended at any Federation 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 a member club, the board of directors, a standing or special committee or an individual Federation officer. Only amendments approved by the board of directors by a two-thirds vote shall be submitted to the membership.