

Bylaws of the Williamson County A&M Mothers' Club

Article I - Name

The name of this organization shall be the Williamson County A&M Mothers' Club, (the Club) a member club of the Federation of Texas A&M University Mothers' Clubs (the Federation). The Club is also known on certain social media accounts as the "Williamson County Aggie Moms' Club" (Facebook) and Wilco Aggie Moms (Twitter).

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: The Club 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

Members shall consist of mothers, step-mothers, grandmothers or current and former female legal guardians of current students or former students of Texas A&M University, who have paid their annual dues. Members will also include Adopt-A-Moms as defined by the Federation that also meet these requirements.

Article IV - Dues

The annual dues of the Club shall be set by the Executive Board, approved by the membership at a meeting during the second fiscal calendar quarter and payable upon enrollment of a member. Federation dues shall be paid by the Club from the annual dues collected by the Club.

Article V - Meetings

Section 1: The regular 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: Five (5) members shall constitute a quorum at a regular meeting.

Section 3: Unless otherwise specified, decisions of the Club shall be made by simple majority vote of those Club members present and eligible to vote.

Section 4: The Executive Board may call special meetings of the Club, as necessary. Five (5) members shall constitute a quorum at a special meeting.

Article VI - Rules

The Club may adopt Standing Rules to govern actions of the Club. Any conflict between a rule and these Bylaws shall be resolved in favor of the Bylaws.

Article VII – Elections

- Section 1: Officers will be elected for a term of one (1) year. No elected officer may serve more than two (2) successive terms in the same office, unless a motion to allow additional terms raised at a regular meeting gains a favorable simple majority vote.
- Section 2: The officers of the Club shall be elected at a regular meeting after January and installed at the May meeting. Newly elected officers shall assume the duties of their offices at the beginning of the fiscal year (June 1).
- Section 3: Voting privileges shall be limited to elected officers and members in good standing.

Article VIII – Officers

- Section 1: For the first year the 2021 version of these Bylaws are in effect, the elected officers of the Club shall be President, President-Elect, Vice President of Membership, Recording Secretary, and Treasurer. For subsequent years, the elected officers of the Club shall be President-Elect, Vice President of Membership, Recording Secretary, and Treasurer.
- Section 2: After the first year the 2021 version of these Bylaws are in effect, the previously elected President-Elect shall serve as President.
- Section 3: The retiring President shall serve as Vice President-at-Large.
- Section 4: In the event of a vacancy in any elected office, the position shall be temporarily filled by the Vice President-at-Large until the position is filled by the Executive Board and approved by the membership at the next regular meeting.
- Section 5: Any member in good standing who desires to serve as an officer may be a candidate for office, except as provided in Article VII, Section 1, regarding term limits for officers.

Article IX - Elected Officers

- Section 1: The President shall:
1. preside at all meetings of the Club;
 2. have general supervision over the affairs of the Club;
 3. have the power to appoint the chair of a committee, except the Audit Committee (*see* Article X), as necessary for the proper conduct of the business of the Club;
 4. act as an ex-officio member on all committees except the Audit Committee;
 5. perform other duties pertaining to the office and in accordance with the Federation guidelines; and
 6. Perform other duties as set forth in any Standing Rules of the Club.
- Section 2: The President-Elect Shall:
1. shadow the President during the year elected and serve as President the following year;
 2. preside in the absence of the President and perform such duties as are necessary in her absence; and

3. perform other duties as assigned by the President or as set forth in any Standing Rules of the Club.

Section 3: The Vice President-at-Large shall:

1. fill any vacancy of elected officers occurring on the executive board until the vacancy is filled by the Board and approved by the membership at the next meeting of the Club;
2. fill any vacancy of an appointed position until the President appoints a replacement; and
3. perform other duties as assigned by the President or as set forth in any Standing Rules of the Club.

Section 4: The First Vice-President (of Membership) shall:

1. be responsible for Membership, as may be set forth in any Standing Rules;
2. maintain a roster of members;
3. secure the contact information from the University for area students; and
4. perform other duties as assigned by the President or as set forth in any Standing Rules of the Club.

Section 5: The Recording Secretary shall:

1. take and keep minutes of all meetings of the Club;
2. take and keep minutes of all meetings of the Executive Board;
3. maintain a roll of members' attendance; and
4. perform other duties as assigned by the President or as set forth in any Standing Rules of the Club.

Section 6: The Treasurer shall:

1. be responsible for all monies received, held, and dispersed;
2. disperse funds for budgeted items;
3. disperse non-budgeted funds only as approved by the Executive Board;
4. sign checks for disbursement of funds of the Club with counter signature of the President or President-Elect (alternate), as set forth in any Standing Rules or as otherwise directed by the Executive Board;
5. not reimburse sales tax;
6. keep a balance sheet and give a financial report at each meeting of the Executive Board and at each regular meeting of the Club;
7. serve out the fiscal year and deliver the books to the audit committee, who will then deliver the books to her successor (or to the new President) immediately at the conclusion of an annual audit [Note: The fiscal year of the Club will correspond with that of the Federation (June to May). Receipts for any reimbursable expenses incurred during any fiscal year must be received no later than the last day of the fiscal year]; and
8. perform other duties as assigned by the President or as set forth in any Standing Rules of the Club.

Section 7: Executive Board Member Removal from Office.
The Club may, on the advice of the Executive Board and by two-thirds (2/3) vote of club members 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 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 judgment of the Board a
 - a. dishonest or other act of material misconduct;
 - b. fraudulent act;

- c. felony under the laws of Texas or the United States; or
- 2. Inability of the person to perform duties, regardless of the reason that results in incapacity and, in the judgment of the Board, an inability to complete the term to which the person was elected or appointed.
- 3. Absent two (2) meetings (Board or Regular) without a valid excuse. The validity of the excuse is determined by the Executive Board.

Article X – Committees

- Section 1: The Executive Board may create committees as necessary. Committees shall meet the requirements set forth in any Standing Rules of the Club. The President may appoint a chair to any committee.
- Section 2: Audit Committee. At a regular meeting in the last quarter of the fiscal year, the President shall either appoint an Audit Committee of 2 members plus any objective non-member, as appropriate, or appoint another Federation Club to conduct an audit. The current President and the current Treasurer may not serve on the Audit Committee auditing the current term. The Audit Committee shall perform an independent appraisal of all financial activity conducted by the Treasurer for the fiscal year or any other matters determined necessary by a majority vote of the Executive Board.

Article XI – Executive Board

The Executive Board (the Board) shall be composed of officers, chairs of committees, and any members currently serving on the Federation Board.

- Section 1: The Executive Board will have all authority to act for the Club between regular meetings.
- Section 2: The Executive Board shall meet regularly during the administration year.
- Section 3: Three (3) members shall constitute a quorum.
- Section 4: Unless otherwise specified, decisions of the Executive Board shall be made by simple majority vote of those Board members present and eligible to vote.
- Section 5: Prepare a budget for the following year in April and present it for approval by members of the Club at the May regular meeting.
- Section 6: If members share any position, only one vote is allowed between them for board votes representing that position.

Article XII – 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 Bylaws.

Article XIII – Parliamentary Authority

Robert’s Rules of Order shall govern the Club in all cases in which they are applicable and in which they are not in conflict with the Bylaws of the Club or any Standing Rules. If there is a conflict between versions of Robert’s Rules of Order, the most current version shall prevail.

Article XIV – Amendments

Bylaws of the Club may be amended at any regular meeting by a two-thirds (2/3) majority vote of the members present, provided the proposed amendment(s) have been first submitted to and approved by the Federation, by the Executive Board, and then presented to the membership for their review at least 14 days before the meeting where the vote will take place. Presentation to the membership may be provided by email or by posting on the Club's website. The members may waive notice by a two-thirds (2/3) majority vote of the members present.

Article XV – Restriction Clause

No part of the net earnings of the Club shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the Club 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 Club shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Club 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 Club 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 XVI – Dissolution

Upon the dissolution of the Club, the Executive Board shall, after paying or making provision for the payment of all of the liabilities of the Club, dispose of all of the assets of the Club exclusively for the purpose of the Club in such manner, or to such Club 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 Club 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.

Revisions:

Original Bylaws, adopted 1976

Revised 1978

Revised 1980

Revised 1982

Revised 1995

Revised 2002

Revised 2009

Revised 2011

Revised 2012

Revised 2017

Revised 2018

Revised 2021