



BYLAWS OF CORPUS CHRISTI A&M MOTHERS' CLUB

ARTICLE I. NAME

The name of the organization shall be Corpus Christi A & M Mothers' Club (CC Aggie Moms), a member club of the Federation of Texas A&M University Mothers' Clubs (the Federation).

ARTICLE II. PURPOSE

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. 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: An Active Member shall consist of mothers, stepmothers, or legal guardians of current students or former students of Texas A&M University provided the member is considered current on dues and upholds and supports the governing documents of the Club. An Active Member is eligible to hold a Club office.

Section 2: An Associate Member is a person other than a mother, step-mother, or female legal guardian of current or former students of Texas A&M University. The Associate Member shall uphold and support the governing documents of the Club. An Associate Member is not eligible to hold a Club office.

Section 3: Individuals who live in an area not served by an active Aggie Mothers' Club are eligible to be adopted by an Aggie Mothers' Club (Adopt-A-Mom Program) provided the individual upholds and supports the governing documents of the Club.

*Section 4: Mothers with their last graduated Texas A&M University student may become a Ring of Honor club member. The Ring of Honor will be an associate member subgroup of this club. A Ring of Honor member, as an associate member, is not eligible to vote or hold an elected, appointed or Federation office position, UNLESS they are paid club member. Ring of Honor members are to abide by these Bylaws.

Section 5: 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. An Honorary Life member has none of the obligations of membership in the Club but is entitled to all the privileges except those of making motions, voting or of holding office.

ARTICLE IV. GENERAL MEETINGS

Section 1: The regular meetings of the club shall be voted on and approved by the Executive Board of Directors at least 1 month prior to October 1.

Section 2: One third of the active club members shall constitute a quorum at a regular meeting.

Section 3. Special meetings of the club may be called at any time by the President or by a majority of the members of the Board of Directors.

ARTICLE V. DUES, FEES, AND FISCAL YEAR

Section 1: An annual membership fee for each member shall be assessed and is payable in full upon enrollment of the member. No reduction or proration of fees will be assessed.

Section 2: Fiscal Year – The Corpus Christi Mothers’ Club fiscal year runs from June 1 of one year until May 31 of the next. This is in alignment with the Federation’s fiscal year.

Section 3: The annual dues of this club shall be set by the Board of Directors, approved by the membership and payable upon enrollment of a member. This includes dues to the Federation of Texas A&M University Mothers’ Club.

ARTICLE VI. ELECTED OFFICERS

Section 1: Elected Officers

- a. The elected officers of this organization shall be President, three (3) Vice Presidents, Secretary, and Treasurer.
- b. No officers shall serve in the same office more than two (2) consecutive years unless the position is unable to be filled and the officer is in agreement to continue in the position. One who has served more than one - half a term shall be credited with having served that term.
- c. Elected officers shall serve for a term year which coincides with the fiscal year.
- d. The elected officers shall be active members of the Club.

ARTICLE VII – APPOINTED POSITIONS & STANDING COMMITTEE CHAIRS

Section 1: Appointed Positions & Standing Committee Chairs.

- a. The Appointed positions will be the Chaplain, Historian, Parliamentarian, Student Care & Scholarship Chair. These appointments are made by the President and approved by the Board of Directors.
- b. The appointed and standing committee chairs officers shall be active members of the Club.
- c. Standing Committees will be the Audit Committee and Nominating Committee.
- d. Appointed positions shall serve a term year which coincides with the fiscal year.

ARTICLE VIII- REMOVAL OF MEMBER OF THE BOARD OF DIRECTORS, APPOINTED MEMBER, OR STANDING COMMITTEE CHAIR FROM OFFICE

Section 1. At any regular or special board meeting, the Board of Directors 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 the following events:

- a. Commission of an act constituting in the judgment of the Board of Directors 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

- 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 of Directors, an inability to complete the term to which the person was elected or appointed.

Section 2. Regardless of the above, at any regular or special board meeting, the Board of Directors may remove any member at any time without cause by a two-thirds vote of the elected board members.

ARTICLE IX. NOMINATIONS AND ELECTION OF OFFICERS

Section 1. The Nominating Committee shall be comprised of the Vice President At Large, who shall serve as Chairwoman, and three members appointed by the President.

- a. No one shall be eligible to serve on the Nominating Committee more often than once every two years.
- b. A member of the Nominating Committee shall not be eligible for nomination to an elected office in the current year.
- c. An alternate member shall be appointed to serve in the absence of any one of the three members.

Section 2. Duties.

- a. Nomination for each elected office shall be selected by the Nominating Committee.
- b. 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.
- c. 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.
- d. 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 3. 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.

- a. At the last spring meeting of the Club, the newly elected officers shall be installed by the President, unless the President appoints another individual.

Section 4: Vacancies

- a. A vacancy occurring in any elected office, appointed position, or chairmanship shall be filled by the President with the approval of the Board of Directors.
- b. In case a vacancy occurs in the office of President, the Vice President at Large shall serve as President until a candidate is nominated.

ARTICLE X. DUTIES OF BOARD (ELECTED) OFFICERS

Section 1: President; the President shall:

- a. Preside at all meetings, act as ex-officio member on all committees except the Nominating Committee and Audit Committee and shall perform all duties which pertain to the office.

- b. Serve as one of three designated signers on the bank accounts for the Club.
- c. Appoint the Chairwoman of appointed and standing committees.
- d. Work to fill vacancy position(s) occurring on the Board of Directors and bring to the existing Board for approval.
- e. Appoint an Audit Committee at least thirty (30) days before the last meeting, with the approval of the Board of Directors, of not less than three (3) active members who, satisfied that the report is correct, shall sign a statement to the effect at the end of the report.
- f. Represent the Club at other local functions or at Texas A&M functions that may occur throughout the year, providing information about the Club, etc., that may increase membership or promote enrollment at Texas A&M University.
- g. Ensure all Federation Forms are completed on time and assist the Treasurer and Membership in completing their forms.

Section 2: Vice President at Large; the Vice President at Large shall:

- a. Shall be the immediate past president.
- b. 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.
- c. Be responsible for coordinating the transfer of archives from the year to the Cushing Memorial Library.
- d. Serve as Nominating Committee Chair.
- e. Serve as one of three designated signers on the bank accounts for the Club.
- e. In the absence of the President, perform all presidential duties.

Section 3: First Vice President; the First Vice President shall:

- a. Serve as the Membership Chair and shall assist wherever needed.
- b. Keep an accurate roster of names, addresses, and contact numbers of all members and provide said roster to members of the Board of Directors and any appointed chairwomen as needed.
- c. Work closely with the Treasurer to provide an up-to-date membership roster.
- d. Coordinate and order Silver Dollar Coins for past students, ensuring that certificates and coins reflect date of graduation (work with the Corpus Christi PSC).
- e. Will actively encourage new membership at general meetings.
- f. In case a vacancy occurs in the office of President, serve notice of vacancy.
- g. In the absence of the President and, the Vice President at Large, the 1st VP shall perform all presidential duties until the President position can be filled.

Section 4: Second Vice President; the Second Vice President shall:

- a. Serve as Chair of the Program/Publicity Committee.
- b. Plan all general meetings and programs for the year subject to the approval of the Executive Board as well as the appropriate publicity of the Club throughout the year and shall assist wherever needed.
- c. In the absence of the President, Vice President at Large, and the First Vice President, perform the duties of the President until the President position is filled.

Section 5: Third Vice President; The Third Vice President shall:

- a. Serve as the Chair of the Ways and Means / Fundraising Committee - being responsible for coordinating all money raising projects, including the solicitation of donors and underwriters and the recording of such and for the operation of the selling of items online, or throughout the year

during local or Federation events. In the absence of the President, Vice President at Large, First, and Second Vice Presidents, perform the duties of the President until the position of President is filled.

Section 6: Secretary; the Secretary shall:

- a. Record the minutes of all general Board of Directors and executive committee meetings.
- b. Keep a roll of all members and their attendance.
- c. Keep all secretarial records.
- d. Any other duties as needed.

Section 7: Treasurer; the Treasurer shall:

- a. Serve as the primary signer, due to possession of checkbook(s), on bank accounts for the Club.
- b. Be responsible for all monies received, held, and dispersed for the Club.
- c. Keep account of all monies of the Club, reporting and filing all documents needed for federal (990-N) and state compliance (Texas sales tax).
- d. The Treasurer shall pay out money only by non-cash methods. The Treasurer shall sign checks for disbursement of funds for the Club, dispersing funds for all budgeted items.
- e. In the event of unforeseen circumstances which require immediate attention prior to the next Board of Directors 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 presented at the next meeting held.
- f. Reconcile bank account monthly.
- g. Keep a monthly Balance Sheet / Statement of Financial Position and a Profit & Loss (P&L) Statement.
- h. Present most recent Balance Sheet / Statement of Financial Position and Profit & Loss (P&L) at each Board of Directors meeting and at each Club meeting.
- i. The Club will not reimburse sales tax.
- j. Chair the Budget and Finance Committee and submit a proposed budget to the Board of Directors at the beginning of each fiscal year.
- k. The Treasurer shall prepare the books for audit and present them to the Audit Committee as requested.
- l. The Treasurer shall keep books of accounts and records including bank statements, cash receipts, budgets, invoices, paid receipts, and canceled checks for five (5) years and submit reports as needed to the Federation Office.
- m. Deliver the books to her successor immediately at the conclusion of the fiscal year.
- n. Ensure that receipts for any reimbursable expenses incurred during any fiscal year are received no later than the last day of the fiscal year.
- o. Any other duties as needed.

ARTICLE XI. DUTIES OF APPOINTED CHAIRWOMEN

Section 1: Chaplain; the Chaplain shall:

- a. Be responsible for beginning each meeting with a prayer and/or thought for the day.
- b. Say a prayer at each special event.
- c. Any other duties as needed.

Section 2: Historian; the Historian shall:

- a. Act as custodian of all records and materials pertinent to the history of the Club.
- b. Be the guardian of the Club's history, prepare a current scrapbook of the Club's history, have

charge of scrapbooks and souvenirs from past years, and send them to Cushing Memorial Librarian.

c. Any other duties as needed.

Section 3: Parliamentarian; the Parliamentarian shall:

- a. Be an appointed member of the Board of Directors serving in an advisory capacity and may vote only when the vote is by ballot or by voice in general meetings.
- b. Advise the presiding officer regarding all questions of parliamentary procedure.
- c. Shall assist with documentation of standard procedures and protocol for each position in assessing operational procedures.
- d. Any other duties as needed.

Section 4: Student Care and Scholarship Chair; the Chair shall:

- a. Work collaboratively with 3rd VP on Finals / Goody Bags. Secure drivers for delivery of bags to students at A&M, and arrange with A&M officials delivery dates, as well as securing sites to hold events.
- b. Work collaboratively with 2nd VP on Incoming Freshmen Yell Practice on the Coast and assist wherever needed.
- c. Serve as Chair of the Scholarship Committee and select a Scholarship Committee, of which none have Aggie Applicants to select Scholarship Winners.
- e. Coordinate with Treasurer for record keeping purposes and follow Federation guidelines on distributing funds for scholarship recipients to the Financial Aid office at TAMU.

Section 5: All Officers and appointed positions shall:

- a. Perform the duties prescribed in the parliamentary authority in addition to those outlined in these bylaws and those assigned from time to time by the President of the Club in accordance with the Federation guidelines.
- b. Deliver to their successor all official material within thirty (30) days following the meeting at which the successor assumes their duties.

ARTICLE XII. BOARD OF DIRECTORS

Section 1: The Board of Directors shall consist of the elected officers of the Club and any past President(s) who are current members.

Section 2. Board Composition.

- a. Voting Members. The voting members of the Board of Directors shall consist of: the President, the Vice President At Large, the three Vice Presidents, the Secretary, and the Treasurer.
- b. Non-voting Members. The non-voting members of the Board of Directors shall consist of: Chaplain, Historian, Parliamentarian, and Student Care and Scholarship Chair. Non-voting members may participate in discussions at Board of Directors meetings but may not make a motion or vote.

Section 3: Board of Directors Power and Authority. The Board of Directors shall have full power and authority over the affairs of the Club between membership meetings except as otherwise provided in the articles of incorporation and these bylaws.

- a. The Board of Directors shall manage the general management of the affairs of the Club.

- b. The Board of Directors shall approve Presidential appointments to fill vacancies in offices.
- c. The Board of Directors shall create standing and special committees as needed. One who has served more than one-half of a term shall be credited with having served that term.
- d. The Board of Directors shall meet during the school year with dates to be determined by the elected officers.
- e. Special meeting of the Board of Directors may be called by the President or by a majority of the members of the Board of Directors. The call shall be given with five calendar days' notice. Notice may be waived by the members of the Board of Directors in accordance with statutory requirements. Board of Director members present at a special meeting shall be deemed to have received, or to have waived, notice.
- f. A majority of the Board of Directors shall constitute a quorum.

Section 4: The Board of Directors shall meet no less than 3 (three) times during each fiscal year.

ARTICLE XIII. STANDING/APPOINTED COMMITTEES

Section 1: Standing Committees of this Club will include Audit and Nominating.

- a. The Audit Committee shall review the financial records of the Treasurer at least once a year 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 chair of the committee have accounting knowledge.
- b. The Nominating Committee. Refer to Article X, Section 2 d.

ARTICLE XIV. PARLIAMENTARY AUTHORITY

Robert's Rule of Order Newly Revised edition shall govern the Club in all cases in which they are applicable and which they are not in conflict with the Bylaws of the Club or the Nonprofit Corporation Act under which the Club may be incorporated.

ARTICLE XV. 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 electronic mail and electronically sent a minimum of 30 days, before the business meeting to which they are to be presented for a vote. The electronic mail shall be in a format that cannot be edited.

ARTICLE XVI. RESTRICTION CLAUSE

No part of the net earnings of the Club shall benefit 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 campaigning on behalf of any candidate for public office. Notwithstanding any other provisions of the 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) of the Internal revenue Code of

1954 (or corresponding provisions 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 provisions of any future United States Internal Revenue Law).

ARTICLE XVII. DISSOLUTION

Upon the dissolution the Club, the Executive Board shall, after paying and making provision for the payment of all the liabilities of the Club, dispose of the assets of the Club in such manner, or to such organization or organizations organized and operated exclusively for charitable and educational purposes, as shall at the time qualify as an exempt organization 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 of Directors 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 purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Adopted: September 1991

Amended: May 1998

Amended: March 2006

Amended: September 2006

Amended: April 2012

Revised: April 2021

Amended: March 2022

Proposed May 2024