

# **BY-LAWS OF TEXAS ASSOCIATION CONCERNED WITH SCHOOL AGE PARENTHOOD**

Revised 2008

## **Article I**

- A. Name  
The name of the Corporation is **Texas Association Concerned with School Age Parenthood.**
- B. Authority  
**Private, non-profit Corporation**
- C. Address  
**The address of the corporation shall be that of its current office.**
- D. Special Provision  
**Nothing contained in these By-Laws shall be construed as inconsistent with any present or future Federal, State or Local Law, or to violate any established policies, standards, criteria, or procedures governing grants awarded this Corporation as now in force or afterwards amended.**

## **Article II**

### Mission Statement

The mission of this corporation is to increase public awareness about issues related to school age pregnancy and parenthood and to facilitate networking among health care, education and social service professionals as well as elected officials, community leaders, religious leaders and other individuals and groups who share this concern. This corporation will provide a forum in which people will come together to share ideas and develop strategies for both the prevention of school age pregnancy and for greater coordination of state and local support services for pregnant and parenting youths in Texas. It shall be the policy of this corporation to support and strengthen the family as a Social Institution and to develop and foster the necessary support systems for solving the problems and meeting the needs related to school age parenthood.

## **Article III**

### Membership

- A. The membership shall be open to all interested persons and organizations.
- B. There shall be the following categories of membership: Individual, Agency or Corporation, Corporate Sponsor, Student
- C. Voting members shall be those who have paid the membership dues for that current year. An Agency or organization will designate an individual to vote on behalf of said agency organization and the vote will be so noted.
- D. Membership dues shall be set by the Board of Directors and approved by the membership.
- E. Membership dues are for a twelve month period.
- F. A meeting of the entire membership shall be held once a year with such meeting open to the public. The time and place of such meeting shall be determined by the Board of Directors. This meeting may occur concurrently with the Annual Conference.

## Article IV

### Board of Directors

#### A. Number and Qualifications of Board Members

1. Board members shall be elected by the membership, with such Board consisting of ten members, four of whom may have expertise in designated areas of Public Relations, Legal, Corporate and Philanthropy, or other specific areas as defined by the Board
2. All Board members shall be members of the Association.
3. Anyone who is a member of the Association is eligible to serve on the Board of Directors.

#### B. Election

1. Term of Office.  
Board members shall serve terms of three years duration.
2. Succession  
A Board Member may serve for only two consecutive terms. Exceptions may be made at the discretion of the Board.
3. Election  
The Nominating Committee shall call for nominations from the membership. Such nominations shall contain a statement that the person being placed in nomination has been contacted and will serve the office faithfully if elected, and such nomination shall contain a vitae for the person placed in nomination. The Nominating Committee shall conduct elections at the Annual Conference, and the new Board members will be announced at the Annual Conference.
4. Voting  
Each board member, or his/her representatives, shall have one vote.
5. Vacancies  
Anyone resigning from the Board shall send written notification to the Secretary of the Board. The Board shall appoint a replacement member to fulfill the remaining term of the vacancy. Board members shall be automatically dropped if they fail to attend, or send a representative who is a member of the organization to, two consecutive meetings of the Board of Directors. Exceptions may be made by a majority vote of the Board. Vacancies on the Board shall be prescribed by staggering the terms of the members, such that each year three or four Board positions will be up for election. Board positions may include specific designated areas as defined by the Board.
6. Board of Directors meetings shall take place four times per year with one meeting being held in conjunction with the annual conference. Board members shall be given at least thirty (30) days notice of the time and place of Board meetings. The President may call special meetings of the entire Board or of the Executive Committee with ten (10) days notice by mail to each board member.
7. Quorum  
A quorum shall consist of half of the current Board membership plus one.

## Article V

### Officers

#### A. Officers

1. The officers of the Corporation shall consist of President, Vice-President, Secretary and Treasurer. Officers shall be members of the Board of Directors.
2. Election of officers shall be carried out by the Board of Directors at the Annual Conference.

B. Duties

1. President

The President shall preside at all meeting of the Board of Directors. The President shall be a member of the Executive Committee and may appoint such other committees from time to time as she/he sees fit, and shall perform all duties incident to the office of President.

2. Vice President

The Vice President shall be responsible for special assignments made by the President or Executive committee. The Vice President shall have all the powers of and be subject to all the restrictions as the President, and shall be a member of all committees of which the President is a member. The Vice President shall succeed the President should the President become unable to serve.

3. Secretary

The Secretary shall attend all meetings of the Board of Directors and Executive Committee, and record all of the proceedings of such meetings. The Secretary shall perform such duties as may be assigned to her/him from time to time by the Board of Directors or the President.

4. Treasurer

The Treasurer shall have charge and custody of and be responsible for all funds awarded to the Corporation under such regulations and conditions as may be placed on these funds. The Treasurer shall keep a complete and accurate record of all monies received, and all disbursements and to whom and for what purpose the same were made. Such information shall be reported to the Board of Directors at each regular meeting, and at all other reasonable times when requested by the Board of Directors, or by five (50 or more) members thereof. The Treasurer shall prepare, or cause to be prepared, an annual report to be delivered in the annual meeting, covering the previous fiscal year's operations of the Corporation. The Treasurer shall perform all duties as may be assigned by the Board of Directors or the President, from time to time.

## Article VI

### Committees

A. All committees shall be determined by the Board of Directors, with the exception of the Executive Committee.

1. Executive Committee

The Executive Committee shall be chaired by the President and shall be composed of the President, Vice President, Secretary, Treasurer and the immediate Past President. All actions of the Executive Committee shall be ratified by the Board of Directors. This shall be accomplished by an affirmation or negative vote at the next Board Meeting following such Executive Committee action.

2. Standing Committees

Standing committees shall include:

Legislative and Governmental Affairs

Budget and Finance

Membership

Nomination

Public Awareness

The Chairperson of any committee will be appointed by the President and may be any member of the Board of the Association.

3. Ad-Hoc Committee

An Ad-Hoc Committee may be appointed by the President. The President may appoint a Chairperson from the Board or any member of the Association.

B. Advisory Council

A means of furthering the mission of the corporation, a multi-disciplinary advisory council may be appointed whose purpose is to make available to the Board the guidance and expertise of individuals from diverse professions or occupations. This council shall be constituted as follows:

1. The Council shall be so constituted as to include no more than one member invited from among the following Professions/areas of expertise-

|                         |                  |
|-------------------------|------------------|
| Business/Finance        | Medicine         |
| Clergy                  | Nursing          |
| Criminal Justice        | Public Relations |
| Education (all levels)  | Psychology       |
| Government (all levels) | Social Work      |
| Human Resources         | Sociology        |
| Juvenile Justice        | Volunteerism     |
| Law                     |                  |
2. The Council shall consist of no more than fifteen (15) members, but will not be limited members of the Corporation. Council members may be encouraged to become Corporation members without prejudice to their judgment.
3. Adolescent member participation on the Advisory Council will be welcomed. These members will be in addition to the above fifteen.
4. Invitations to serve shall be for one-year term, with no limit on successive terms imposed. The decision to replace a member of the Advisory Council may be made at the discretion of the Board.
5. Council members shall be invited to attend all Board Meeting, scheduled and called. A Council member whose expertise is in an area germane to specific issues on the Board's agenda may be extended a special invitation, sufficiently in advance to allow them to prepare their input.
6. Acceptance of the invitation to serve shall be deemed a commitment to attend Board Meetings when expressly invited (and) to participate in the advisory process.

## **Article VII**

### Method of Procedure

#### A. Parliamentary Rule

A Parliamentarian may be chosen by the President from among the members of the Board of Directors. All meetings of the Board of Directors and of all committees shall be conducted with, and shall be governed by, Roberts Rules or Order, revised, in so far as they are not inconsistent with the Articles of Incorporation or these By-Laws.

#### B. Amendment of the By-Laws

##### 1. Initiation

By-Laws Amendments may be initiated by the Board of Directors or by a majority of the membership present at the annual meeting.

##### 2. Ratification

Amendments to the By-Laws will be ratified by a vote of the membership of the Association, with a majority prevailing. Such vote may be taken by mail. At the next meeting of the Board of Directors following such mail balloting, the votes will be canvassed and the results become effective upon that canvassing date.

#### C. Dissolution of the Corporation

This Corporation may be dissolved in any manner authorized by law, and assets if any shall be distributed strictly in accordance with provision and requirements of the Articles of Incorporation.