

**SECOND AMENDED AND RESTATED
BYLAWS
OF
CORPS OF CADETS AGGIE MOMS CLUB (QUAD MOMS)
A TEXAS NOT FOR PROFIT CORPORATION**

This Second Amended and Restated Bylaws of Corps of Cadets Aggie Moms Club (Quad Moms), a Texas not for profit corporation, shall be effective as of the Effective Date (as defined herein). Additionally, this Second Amended and Restated Bylaws shall supersede the certain Bylaws of Corps of Cadets Aggie Moms Club (Quad Moms), executed on or around August 1, 2017 and those First Amended Bylaws executed on or about February 26, 2019, which, heretofore, shall no longer be of any force and effect.

**ARTICLE I
OFFICES**

Principal Office

1.01 The principal office of the Corporation in the State of Texas shall be located at 20501 Katy Fwy, #217, Katy, Texas 77450. The Corporation may have such other offices, either within or without the State of Texas, as the Board may require from time to time.

Registered Office and Registered Agent

1.02 The Corporation shall have and continuously maintain in the State of Texas a registered office, and a registered agent whose office is identical with such registered office, as required by the Texas Business Organizations Code. The registered office may be, but need not be, identical with the principal office of the Corporation in the State of Texas, and the address of the registered office may be changed from time to time by the Board of Directors.

**ARTICLE II
PURPOSE**

2.01 The purposes for which the Corporation is organized are: to provide charitable and educational support to the Corps of Cadets and individual members of the Corps of Cadets at Texas A & M University and provide community and support to members as defined in Section 3.02. The Corporation may buy, sell, lease, mortgage, or otherwise encumber, hold or dispose of both real and personal property of the Corporation; and for such purposes to adopt a constitution and bylaws, rules, and regulations in accordance with law and not inconsistent with this Certificate.

2.02 This Corporation is organized and operated exclusively for charitable, educational and other not for profit purposes, and no part of any net earnings shall inure to the benefit of any private member as a dividend or other such similar distribution.

2.03 This not for profit corporation is formed for any lawful purpose or purposes not expressly prohibited under the Code, including any purpose described by section 2.002 of the Code. The Corporation once qualified shall be maintained as an I.R.S. Section 501(c)(3) corporation.

ARTICLE III MEMBERS

3.01 The Corporation shall have as voting members of said Corporation, the individual parties as listed in the current membership record attached hereto, or as from time to time may be amended as necessity requires. The designation of such members and their qualifications and rights of the members shall include the right to vote on alterations, amendments or repeal Bylaws, as well as any voting rights hereinafter mentioned. All members of good standing of entities initially merging into the Corporation shall be deemed members of this Corporation after the date of adoption of these Bylaws and shall be governed hereunder. The Board of Directors may, from time to time, establish standards and qualifications for membership in any class.

QUALIFICATIONS OF MEMBERS

3.02 An active Member shall be the mother and stepmother, or **female** legal guardian, of a cadet student or former cadet student of Texas A&M University that has paid the annual dues as stated in Section 3.07 of the Corporation and is a Member in good standing pursuant to the decision of the Board of Directors. Members in good standing are permitted to vote on issues brought to the members, hold office in the Corporation, and take part in all of the work of the Corporation. Notwithstanding the foregoing, existing members of the Corporation may continue as members and, if a cadet does not have a mother and stepmother, or female legal guardian, then the Executive Committee, at its sole discretion, may allow another female to become a Member of the Corporation.

Voting Rights

3.03 Each member shall be entitled to one (1) vote on each matter submitted to a vote of the members. Voting by proxy is not permitted.

Termination of Membership

3.04 The Board of Directors on the recommendation of the Executive Committee, by affirmative vote of two-thirds (2/3rds) of all of the members of the Board, may suspend or expel a member for cause which may include, but is not limited to, failure of a member to actively participate in the furthering of the purpose of the Corporation. Further the Board of Directors may, by a majority vote of those present at any duly constituted meeting, terminate the membership of any member who becomes ineligible for membership, or suspend or expel any member who shall be in default in the payment of dues in Section 3.07 of these Bylaws.

Reinstatement

3.05 Upon written request signed by a former member and filed with the Executive Director (or President if no Executive Director exists), the Board of Directors may, by the affirmative vote of two-thirds (2/3rds) of the Board, reinstate such former member to membership on such terms as the Board of Directors may deem appropriate.

Transfer of Membership, Privilege

3.06 Membership in this Corporation is not transferable or assignable. Membership in this Corporation is a privilege and not a right.

Membership Dues

3.07 Members shall pay annual dues. Dues shall be due on or before July 31st of each year for the fiscal year of June 1 - May 31. Members can be enrolled throughout the year. Dues shall be paid no later than thirty (30) days after registration of membership. The Executive Committee shall determine the annual dues amount. Dues for anyone that wishes to be an officer or committee chair must be paid prior to installation. A "member in good standing" shall mean that dues for the current year are paid in full. Dues are considered a donation and are not pro-rated or refunded.

ARTICLE IV MEETINGS OF MEMBERS

Annual Meeting

4.01 An annual meeting of members in good standing shall be held on the Friday, Saturday or Sunday of Final Review weekend, beginning with the year 2018, at a time and place to be determined by the Executive Committee for the transaction of business as may come before the meeting. The time and place for the meeting shall be announced via social media, email and/or the website at least twenty-one (21) days prior to such meeting. The meeting shall be held in person and via online conferencing, social media, email, or by any other method determined by the Executive Committee. Regular daily business that requires a member vote may be held via social media on Facebook, Twitter, via the webpage or by any other method determined by the Directors of the Corporation. The Secretary shall provide minutes of the annual meeting of the members on the Corporation's website no less than two weeks from the date of the meeting.

Special Meeting

4.02 Special meetings of the members may be called by the President, the Board of Directors, or not less than one-tenth (1/10th) of the members having voting rights.

Place of Meeting

4.03 The Executive Committee may designate any place, either within or without the State of Texas, as the place of meeting for any annual meeting or for any special meeting. If no

designation is made or if a special meeting be otherwise called, the place of meeting shall be the principal office of the Corporation in the State of Texas; but if all of the members shall meet at any time and place, either within or without the State, and consent to the holding of a meeting, such meeting shall be valid without call or notice, and at such meeting, any corporate action may be taken.

Notice of Meetings

4.04 Written or printed notice stating the place, day and hour of any meeting of members (other than regularly scheduled monthly meetings, if applicable) shall be delivered, either personally, by email, via social media or by mail, to each member entitled to vote at such meeting, at least 21 days before the date of such meeting, by or at the direction of the President, or the Secretary, or the officers or persons calling the meeting. In case of a special meeting or when required by statute or the Bylaws, the purpose or purposes for which the meeting is called shall be stated in the notice. If mailed, the notice of a meeting shall be deemed to be delivered when deposited in the United States mail addressed to the member at her address as it appears on the records of the Corporation, with postage thereon prepaid. If sent via social media or email the notice is deemed to be delivered when the notice is sent to the email address or social media profile on file for the member.

Informal Action by Members

4.05 Any action required by law to be taken at a meeting of the members or any action which may be taken at a meeting of the members may be taken without a meeting, if a consent in writing, setting forth the action so taken, shall be signed by all of the members entitled to vote with respect to the subject matter thereof.

Quorum

4.06 The members holding Twenty percent (20%) of the votes that may be cast at any meeting shall constitute a quorum at such meeting. If a quorum is not present at any meeting of the members, a majority of the members present may adjourn the meeting from time to time without further notice.

Voting by Mail or Electronic Means

4.07 Where Directors or officers are to be elected by members, such election may be conducted by mail or via electronic means in such manner as the Executive Committee shall determine.

ARTICLE V BOARD OF DIRECTORS

General Powers

5.01 The affairs of the Corporation shall be managed by its Board of Directors. Directors

must be female, but need not be residents of Texas or members of the Corporation.

Number, Tenure, and Qualifications

5.02 The number of Directors shall be five (5). Each Director shall hold office for three years. Director One Position will become a three (3) year position commencing with the fiscal year 2027-2028 term. Director Two and Director Three positions will continue as three (3) year positions with the fiscal year 2026-2027. Director Four and Director Five positions will become three (3) year positions commencing with the fiscal year 2025-2026 terms. New members of the Board of Directors shall assume their office on June 1st of each fiscal year. Directors shall not serve consecutive terms. Members of the Board of Directors cannot simultaneously serve on the Executive Committee.

Regular Meetings

5.03 A regular annual meeting of the Board of Directors shall be held without other notice than as supplied under these Bylaws, immediately after the annual meeting of members. The Board of Directors may provide by resolution the time and place, either within or without the State of Texas (whether in person or virtual), for holding of additional regular meetings of the Board or the members without other notice than such resolution. A regular meeting of the Board of Directors may be held via email, social media or any other method determined by the Board of Directors, so long as notice of the meetings location (whether in person or virtual) is given to the Directors or the members, respectively.

Special Meetings

5.04 Special meetings of the Board of Directors may be called by or at the request of the President or a simple majority of the Directors. The person or persons authorized to call special meetings of the Board may fix any place, either within or without the State of Texas (whether virtual or in person), as the place for holding any special meetings of the Board called by them. Board of Directors may call special meetings to be held via email, social media, in person or by any other means that the Board of Directors determines.

Notice

5.05 Notice of any special meeting of the Board of Directors shall be given at least two (2) days previously thereto by written notice delivered personally or sent by mail, email, text, online messaging, or fax to each Director at her address as shown by the records of the Corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed with postage thereon prepaid. If notice be given by email, such notice shall be deemed to be delivered when the email is sent to the email address on file for the Director. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board need be specified in the notice or waiver of notice of such meeting, unless

specifically required by law or by these Bylaws.

Quorum

5.06 A majority of the Board of Directors shall constitute a quorum of the transaction of business at any meeting of the Board; but if less than a majority of the Directors are present at said meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

Manner of Acting

5.07 The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these Bylaws.

Vacancies

5.08 Any vacancy occurring in the Board of Directors and any directorship to be filled by reason of an increase in the number of Directors, shall be filled by the Board of Directors. A Director elected to fill a vacancy shall be elected for the unexpired term of her predecessor in office. For purposes of filling vacancies, the majority number of the remaining directors shall be deemed a quorum.

Compensation

5.09 Directors as such shall not receive any stated salaries for their services, but nothing herein contained shall be construed to preclude any Director from serving the Corporation in any other capacity and receiving compensation therefor.

Informal Action by Directors

5.10 Any action required by law to be taken at a meeting of Directors, or any action which may be taken at a meeting of Directors, may be taken without a meeting if a consent in writing setting forth the action so taken shall be signed by all of the Directors.

ARTICLE VI OFFICERS

Officers

6.01 The officers of the Corporation shall be a President, Immediate Past President, President Elect, First Vice President, Second Vice President, Third Vice President, a Secretary, and a Treasurer. The Executive Committee may also appoint sub officers, including one or more Assistant Secretaries and one or more Assistant Treasurers, as they shall deem desirable, such sub officers to have the authority and perform the duties prescribed. Members of the Executive Committee cannot simultaneously serve on the Board of Directors.

Election and Term of Office

6.02 Beginning in the year following the incorporation of the Corporation and continuing thereafter, and except as provided below, the officers of the Corporation shall be elected annually by the members by whatever format determined by the existing Executive Committee as being effective for the Corporation. Each officer shall hold office until her successor shall have been duly elected and shall have qualified. Officers (except the President, Immediate Past President and President Elect) shall be limited to two consecutive one year terms in the same position. Notwithstanding the foregoing, this limitation shall not apply to an officer (other than the President, Immediate Past President or President Elect) if no member in good standing has been nominated and agreed to serve as an officer in that office. The President, Immediate Past President and the President Elect shall not serve consecutive terms. Notwithstanding the foregoing, this limitation shall not apply if the current President is unable to fulfill her duties. The Executive Committee may consider the Immediate Past President for the remainder of the President's unexpired term. The officers shall be elected only by members who are in good standing with the Corporation. The new Executive Committee shall assume office on June 1st. The Officers shall be known as the "Executive Committee".

Removal

6.03 Any officer elected or appointed may be removed by the remainder of the Executive Committee whenever in its judgment the best interests of the Corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the officer so removed.

Vacancies

6.04 Any vacancy occurring in the Executive Committee shall be filled by vote of the remaining members of the Executive Committee. A member of the Executive Board elected to fill a vacancy shall be elected for the unexpired term of her predecessor in office.

President

6.05 The President shall be the principal executive officer of the Corporation and shall in general supervise and control all of the business and affairs of the Corporation. She shall preside at all meetings of the members and Directors. The President shall oversee or assign oversight of all committees (whether standing or other) that do not expressly fall under a Vice President. The President shall act as ex-officio member of all committees, except the Nominating Committee or Audit Committee. She may sign, with the Secretary or any other proper officer of the Corporation authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws or by statute to some other officer or agent of the Corporation; and in general she shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time. The President has the authority to write checks and expend money for the Corporation as instructed by the Executive Committee and pursuant to the operating budget.

An outgoing President shall provide the records kept by the President to the President elect of the Corporation no later than August 15th of each year. The President may be issued a Corporation credit card for purchases pursuant to the annually approved budget. The office of President shall be filled by the President Elect elected in the preceding year.

Immediate Past President

6.06 The Immediate Past President shall act as an advisor to the President and shall assist the President in whatever tasks given by the President. The office of Immediate Past President shall be filled by the President of the preceding year.

President Elect

6.07 The President Elect shall act as an assistant to the President of the Corporation. In the event that the President is unable to, the President Elect shall perform the duties of the President, and when so acting shall have all the powers of and be subject to all the restriction upon the President. This is a training role for the President Elect to take over as President for the following fiscal year.

First Vice President

6.08 First Vice President shall be in charge of fundraising efforts on behalf of the Corporation. The First Vice President shall oversee the committees (whether standing or other) that pertain to income/expenses and fundraising **as determined by the President**. The First Vice President may hold a corporate credit card for purchases pertaining to the committees under her purview so long as the purchases are within the annual budget. It shall be the responsibility of the First Vice President to ensure the property documentation and/or authorization by the Executive Committee is obtained for all purchases/charges. Further the First Vice President shall be responsible for providing all receipts to the Treasurer in a timely manner.

Second Vice President

6.09 The Second Vice President shall be in charge of events and programs on behalf of the Corporation. The Second Vice President will work closely to make sure that the programs and events are in line with the fundraising efforts and requirements determined by the Executive Committee. The Second Vice President shall oversee the committees (whether standing or other) that pertain to programs and events **as determined by the President**.

Third Vice President

6.10 The Third Vice President shall be in charge of recruiting, promoting and encouraging membership on behalf of the Corporation. The Third Vice President will be responsible for collecting and maintaining a complete membership list and providing monthly updates to the Executive Committee. The Third Vice President shall oversee the committees (whether standing or other) that pertain to membership **as determined by the President**.

Treasurer

6.11 If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of her duties in such sum and with such surety or sureties as the Board of Directors shall determine. She shall have charge and custody of and be responsible for all funds and securities of the Corporation; receive and give receipts for moneys due and payable to the Corporation from any source whatsoever, and deposit all such moneys in the name of the Corporation in such banks, trust companies, or other depositories as shall be selected in accordance with the provisions of Article VIII of these Bylaws; and in general perform all the duties incident to the Office of Treasurer and such other duties as from time to time may be assigned to her by the President or by the Board of Directors. The Treasurer shall present monthly and annual reports of all receipts and disbursements of the Corporation at the Executive Committee meetings. The Treasurer shall preside over the initial budget meeting with the Executive Committee and Board of Directors, setting a committee budgets for standing committees and operating budget limits. The operating budget shall be the minimum checkbook balance at the end of the fiscal year, handed to the new Executive Committee for operating expenses, plus only those approved disbursements set aside for the next fiscal year. The Treasurer shall be responsible for audits and annual reports of the Corporation, including, but not limited to, reporting to the members of the Corporation at least quarterly. The Treasurer shall work with the audit committee in providing the records and accounts of the Corporation for an annual audit by the Audit Committee. The Treasurer shall maintain an account of members in good standing. The Treasurer has the authority to write checks and expend money for the Corporation as instructed by the Executive Committee and pursuant to the operating budget. The Treasurer shall work as the compliance officer in regards to all federal, state and local filings and she will work with the Corporation's CPA or tax professional in providing all necessary documentation to have the tax filings prepared in a timely manner.

Secretary

6.12 The Secretary shall keep the minutes of the meetings of the members, meetings of the Executive Committee and meetings of the Board of Directors in one or more books and/or online storage programs provided for that purpose; give all notices in accordance with the provisions of these Bylaws or as required by law; be custodian of the Corporate Records and of the seal of the Corporation, and affix the seal of the Corporation to all documents, the execution of which on behalf of the Corporation under its seal is duly authorized in accordance with the provisions of these Bylaws; and, in general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to her by the President or by the Board of Directors. In the absence of a parliamentarian, the Secretary shall act as such and follow Robert's Rules of Order. The Secretary shall schedule, notify officers, committees, members, and directors of their appointment and furnish committees with all papers referred to them. Further the Secretary shall sign with the President all orders on the Treasurer authorized by the Corporation, unless otherwise specified in these Bylaws.

Assistant Treasurers and Assistant Secretaries

6.13 If required by the Board of Directors, the Assistant Treasurers shall give bonds for the faithful discharge of their duties in such sums and with such sureties as the Board of Directors

shall determine. The Assistant Secretaries in general shall perform such duties as shall be assigned to them by the Treasurer or the Secretary or by the President or the Board of Directors.

ARTICLE VII COMMITTEES

Standing Committees

7.01 The President, with the approval of the Executive Committee, shall appoint a chairman for each standing committee. Further the Executive Committee shall determine the amount of members needed for each standing committee, which shall always be an odd number for each committee. The appointed chairman shall bring the proposed slate of members to the Executive Committee for approval. Any members of any committee may be removed by the Executive Committee whenever in their judgment the best interests of the Corporation shall be served by such removal. If a chairman of a committee is removed for cause, cause may be defined, but is not limited, failing to effectively perform the duties of the committee of which they are a chair. The Executive Committee may designate and appoint the following standing committees:

(a) Nominations Committee. The President shall appoint a chairman with the approval of the Executive Committee. The Nominating Committee shall consist of a total of three members (one appointed by the President and two from the general membership of the Corporation). No more than two members of the Nominating Committee may be currently serving as elected officers. The Nominations Committee shall be in charge of providing a slate of members nominated to serve as Executive Committee officers and for any expiring Board of Directors positions for the following fiscal year. Further, this Committee will be in charge of providing and posting "interest or signup" sheets starting in February for any member in good standing to sign up as interested in an officer position. The Nominating Committee shall recommend at least one nominee for each vacant elected office, with prior consent of the nominee. No member of the Nominating Committee may be recommended for an elected office. The slate of proposed nominees for the Executive Committee shall be posted by March 31st;

(b) Scholarships Committee. The President shall appoint a chairman with the approval of the Executive Committee. The Scholarship Committee shall be in charge of providing scholarship forms to students, updating scholarship forms for each year, talking with counselors, students and teachers regarding scholarship needs, determining scholarship amounts after working closely with the Treasurer to determine funds available and working closely with the First Vice President on fundraising efforts. Further the Scholarship Committee shall be in charge of reviewing the scholarship applications in an unbiased, fair manner to determine scholarship recipients which will be provided to the Executive Committee;

(c) Fundraising Committee. The President shall appoint a chairman with the approval of the Executive Committee. The Fundraising Committee shall be in charge of fundraising efforts for the Corporation. The Fundraising Committee shall work closely with the Treasurer and the First Vice President on identifying fundraising opportunities. The Fundraising Committee shall have all fundraisers approved through the Executive Committee to make sure that they fundraising event is fully covered under the Corporation's insurance policy(ies) and that the

fundraiser will not violate IRS rules regarding not for profit corporations fundraising methods;

(d) Events Committee. The President shall appoint a chairman with the approval of the Executive Committee. The Events Committee shall be tasked with managing each of the various events for the Corporation. The Events Committee shall work closely with the Treasurer and the Second Vice President on identifying and promoting the events and making sure funds are used according to the budget. The Events Committee shall have all events and programs approved through the Executive Committee to make sure that they are fully covered under the Corporation's insurance policy(ies);

(e) Public Relations Committee. The President shall appoint a chairman with the approval of the Executive Committee. The Public Relations Committee shall be responsible for public relations including, without limitation, maintaining and optimizing the Organization's social media accounts, website and other public relations tools. They are also responsible for handling press relations and writing press releases on behalf of the Corporation or any of the other standing or appointed committees of the Corporation. The Public Relations Committee shall work with the Secretary to make sure to maintain correspondence with any existing media relationships of the Corporation. All public statements of the Corporation shall be approved by the Public Relations Committee or the Executive Committee;

(f) Audit Committee. The President shall appoint a chairman with the approval of the Executive Committee. The Audit Committee shall consist of a total of three members (one appointed by the President and two from the general membership of the Corporation). The Audit Committee will perform an audit of the financials and bank account information of the Corporation on an annual basis by October 1st of each year. The Treasurer shall hand over the accounts to the Audit Committee to be reviewed for any discrepancies no later than July 1st of each year;

(g) Membership Committee. The President shall appoint a chairman with the approval of the Executive Committee. The Membership Committee shall be in charge of presenting the new membership forms to the Executive Committee annually and making any changes requested by the Executive Committee to the form. The Membership Committee shall be responsible for maintaining a list of members in good standing and providing that list of members to the Treasurer and Secretary. Any executed membership forms received by the Membership Committee shall be maintained for a period of Seven (7) years. The dues received from Members shall be deposited into the Corporation's bank account on a weekly basis and receipts from the deposits and copies of the checks from the deposit shall be provided to the Treasurer as soon as possible; and

(h) Outfit Grants (Disbursements) Committee. The President shall appoint a chairman with the approval of the Executive Committee. The Outfit Grant Committee shall be in charge of providing outfit grant application forms to the appropriate Corps leadership for dissemination, updating the application forms for each year, and determining the outfit grant amounts after working closely with the Treasurer to determine funds available. Further, the Outfit Grant Committee shall be in charge of reviewing the outfit grant applications in an unbiased, fair manner to determine grant recipients which will be provided to the Executive Committee.

Other Committees

7.02 The Executive Committee shall have the authority to create other committees. The chairman and members of any committee formed pursuant to this Section 7.02 shall be appointed and shall serve as set forth in Section 7.01.

Term of Office

7.03 Each member of a committee shall continue until her successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof.

Vacancies

7.04 Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

Quorum

7.05 Unless otherwise determined by rules or regulations of the committee by the Executive Committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

Rules

7.06 Each committee may adopt rules for its own government not inconsistent with these Bylaws or with rules adopted by the Board of Directors or Executive Committee. Any rules adopted by the Board of Directors or the committees shall be considered a governing document, but shall not be required to be attached to these Bylaws.

ARTICLE VIII CONTRACTS, CHECKS, DEPOSITS AND FUNDS

Contracts

8.01 The Board of Directors may authorize any officer or officers, agent or agents of the Corporation, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation. Such authority may be general or confined to specific instances.

Checks and Drafts

8.02 All checks, drafts or orders for the payment of money, notes, other evidences of indebtedness issued in the name of the Corporation shall be signed by such officer or officers, agent or agents of the Corporation and in such manner as shall from time to time be determined

by the Executive Committee. In the absence of such determination by the Executive Committee, such instruments shall be signed by the Treasurer or the President.

Bank Account

8.03 The Executive Committee will determine what bank to use for the Corporation's bank account. The Treasurer shall have access to the bank account and each year, immediately after the election of the Officers, the Executive Committee shall designate at least two but no more than four individuals who shall have access to the bank account. They shall all be signers on the account and they shall have online access. The Treasurer shall be responsible for reconciling the paper bank statements with the actual receipts of the Corporation. The Membership Committee Chair shall have access to the bank account of the Corporation solely for the purposes of making deposits.

Deposits

8.04 All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the Executive Committee may select. The Membership Committee Chair shall have access to the bank account of the Corporation solely for the purpose of depositing funds.

Gifts

8.05 The Board of Directors or Executive Committee may accept on behalf of the Corporation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the Corporation.

ARTICLE IX BOOKS AND RECORDS

9.01 The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors, officers and committees, and shall keep at its registered or principal office a record giving the names and addresses of the members entitled to vote. All books and records of the Corporation may be inspected by any member or his agent or attorney for any proper purpose at any reasonable time.

ARTICLE X FISCAL YEAR

10.01 The fiscal year of the Corporation shall begin on the first day of June and end on the last day in May in each year.

ARTICLE XI SEAL

11.01 The Board of Directors shall provide a Corporate Seal, which shall be in the form

of a circle and shall have inscribed thereon the name of the Corporation. If needed a corporate stamp may be procured by the Corporation that shall act as the Corporate Seal.

ARTICLE XII WAIVER OF NOTICE

12.01 Whenever any notice is required to be given under the provisions of the Texas Business Organizations Code or under the provisions of the Certificate of Formation or the Bylaws of the Corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE XIII AMENDMENTS TO BYLAWS

13.01 These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by majority of the Directors present at any regular meeting or at any special meeting and Fifteen percent (15%) of the members in good standing agree, if at least two (2) days' written notice is given of an intention to alter, amend or repeal these Bylaws or to adopt new Bylaws at such meeting. No such altered, amended, or repealed Bylaw shall be effective until approved by legal counsel for the corporation.

ARTICLE XIV DISSOLUTION

14.01 (a) The Corporation may be dissolved with the assent given by vote of not less than Seventy-five percent (75%) of its members.

(b) In the event of the dissolution of the corporation, other than by merger or consolidation, the assets thereof remaining shall be distributed in accordance with Article 1396-6.02 of the Act, including dedication to an appropriate public agency to be used for purposes similar to those for which this corporation was created. In the event that such dedication is refused by such a public agency, such assets shall be granted, conveyed, and assigned to any non profit corporation, association, trust, or other organization to be devoted to such similar purposes.

ARTICLE XV RESTRICTION CLAUSE

15.01 No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purposes Article II. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on the behalf of or in opposition to any candidate for public office. Notwithstanding

any other provision of this document, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (ii) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code, or the corresponding section of any future tax code.

ARTICLE XVI
RULES AND REGULATIONS (STANDING RULES)

16.01 The Executive Committee can, from time to time, vote to provide standing rules, social media regulations, or other rules and regulations for the Corporation (collectively "Rules and Regulations"). The Rules and Regulations shall be promulgated by the Executive Committee and shall be reviewed on an annual basis for any changes necessary. Any Rules and Regulations shall be posted on the Corporation's website or in corporate materials provided to new members. Violation of the Rules and Regulations by a member may be considered cause when determining removal of a member and/or eligibility of a member for officer, director or committee positions.

Amended by majority vote of the Corporation October 27, 2024.

Reina Shelby

President

Susan Chiappini

Secretary