

**Articles of Incorporation  
of Texas Association for Family and Community  
Education, Inc.  
Dated July 29, 1994**

**Articles of Amendment  
Dated February 19, 2002**

**Certificate of Amendment  
Amended Name  
Dated October 11, 2010**

**Bylaws and Standing Rules  
of the  
Texas Extension Education Association, Inc.,  
as Amended  
Dated September 13, 2022**

**Chapter 13**

# **Articles of Incorporation of Texas Association for Family and Community Education, Inc.**

We, the undersigned natural persons of the age of eighteen years or more, citizens and residents of the State of Texas, acting as incorporators of a corporation under the Texas Non-Profit Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

## **ARTICLE ONE**

The name of the corporation is the Texas Association for Family and Community Education, Inc.

## **ARTICLE TWO**

The Corporation is a non-profit corporation.

## **ARTICLE THREE**

The period of its duration is perpetual.

## **ARTICLE FOUR**

The purposes of which this Corporation is organized are:

- A. To strengthen, develop, coordinate, and extend adult education to improve the quality of life for families and communities in cooperation with the Texas A&M University System.
- B. To promote family strengths and leadership development, serve as a medium for the expressions of charitable and educational interests, and award 4-H and TAFCE adult scholarship on a non-discriminatory basis to worthy applicants.
- C. To offer a means by which homemakers in cooperation with the Texas Agricultural Extension Service may interpret and provide programs of state, national, and international importance in the preservation of the American home and the promotion of better international understanding.
- D. To function exclusively for charitable, educational, and scientific purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Service code and assure that the above expressed purposes shall be limited accordingly.

## **ARTICLE FIVE**

The street address of the initial registered office of the corporation is 814 Shepherd Road, Georgetown, Texas 78628-3816, and the name of its initial registered agent at such address is Charlotte H. Watson.

## **ARTICLE SIX**

The number of members constituting the initial Executive Committee is five, and the names and addresses of the persons who are to serve are:

<i>Name</i>	<i>Address</i>
Charlotte H. Watson	814 Shepherd Road Georgetown, Texas 78628
Martha Crawford	Rt. 2, Box 238 Ballinger, Texas 76821
Carrol Davig	Rt. 4, Box 224A Victoria, Texas 77904
Joan Frost	HCR 2, Box 6A Happy, Texas 79042
Kila Lackey	6156 Farm Rd., 600 North Avoca, Texas 79503

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## ARTICLE SEVEN

The name and legal address of each incorporator is:

<i>Name</i>	<i>Address</i>
Charlotte H. Watson	814 Shepherd Road Georgetown, Texas 78628
Martha Crawford	Rt. 2, Box 238 Ballinger, Texas 76821

## ARTICLE EIGHT

In case of dissolution of the Texas Association for Family and Community Education, the Board of Directors shall, after settling all outstanding accounts and disposing of all equipment, assign all funds of the Association to scholarship. These funds shall be administered by the Texas 4-H Youth Development Foundation, which has qualified for exemption under Section 501 (c)(3) of the Internal Revenue Code, and cooperates with the Texas Agricultural Extension Service.

IN WITNESS WHEREOF, we have hereunto set out hands, the 28<sup>th</sup> day of July 1994

Charlotte H. Watson, Incorporator

Martha Crawford, Incorporator

## Articles of Amendment

### ARTICLE ONE

The name of the corporation is TEXAS ASSOCIATION FOR FAMILY AND COMMUNITY EDUCATION, INC.

### ARTICLE TWO

The following amendment to the Articles of Incorporation was adopted on September 13, 2000. Article I is amended to read: The name of the corporation is TEEA, INC.

### ARTICLE THREE

The amendment was adopted at a meeting of members held on September 13, 2000, at which a quorum was present, and the amendment received at least two-thirds of the votes which members present or represented by proxy were entitled to cast.

Kay Chastain, President

Executed this 19<sup>th</sup> day of February 2002.

## Certificate of Amendment Amended Name

The name of the filing entity is: Texas Extension Education Association, Inc.

Una L. Kunkel, President

Effective: October 11, 2010.

# **Bylaws of the Texas Extension Education Association, Inc., as Amended at the 2022 TEEA Conference in Lubbock, Texas**

## **ARTICLE I - NAME**

The name of this organization shall be the Texas Extension Education Association, Inc. TEEA, when used hereinafter, shall be defined to mean the Texas Extension Education Association, Inc.

## **ARTICLE II - OBJECTIVE**

The object of TEEA shall be to

- A. Strengthen, develop, coordinate, and extend adult education to improve the quality of life for families and communities in cooperation with Texas A&M AgriLife Extension Service, Texas A&M System.
- B. Promote family strengths and leadership development, serve as an expression of community service, charitable and educational interests, and award 4-H and TEEA adult scholarships on a nondiscriminatory basis.
- C. Function exclusively for charitable, educational, and scientific purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Service Code and assure that the above expressed objectives shall be limited accordingly.

## **ARTICLE III - MEMORANDUM OF AGREEMENT**

The relationship between TEEA and the Texas A&M AgriLife Extension Service is outlined in the Memorandum of Agreement, which clarifies and enhances the respective partnership roles. The Memorandum of Agreement shall be signed and published annually in the TEEA Manual.

## **ARTICLE IV - MEMBERSHIP**

**Section 1.** The divisions of TEEA membership shall be Districts, County Associations, and Clubs.

**Section 2.** Membership shall be composed of dues-paying individuals who support the objectives of TEEA. A member may belong to more than one club but shall be counted in only one County and one District. Where there be no club or county association available, members-at-large may join at the District level. Their dues are payable through the District Director.

**Section 3.** TEEA does not discriminate by sex, race, color, handicap, age, religion, or national origin.

**Section 4.** Annual dues are payable October 1 and delinquent December 31. Delinquent dues shall terminate the privileges of membership. Dues are payable upon enrollment.

**Section 5.** Honorary membership may be conferred upon a person having made outstanding personal contributions to TEEA. An honorary member shall have none of the obligations of membership in TEEA but shall be entitled to all privileges except those of making motions, the right to debate, voting, and holding office.

- A. A nominee for honorary membership shall be submitted by a member of the TEEA Board of Directors to the TEEA Executive Committee and must have unanimous approval.
- B. Nomination shall be submitted at the Spring Board of Directors Meeting and approved by a two-thirds vote.

**Section 6.** Emeritus membership may be conferred upon a member who has been a TEEA member for 20 years or more if that member can no longer actively contribute to the club due to permanent, serious mental or physical disability. The title Emeritus may be granted by the executive board of a club. No state dues will be paid, but the *Messenger* could be purchased.

## ARTICLE V - OFFICERS

**Section 1.** The officers of TEEA shall be a President, a President-Elect, a First Vice-President for Leadership, a Second Vice-President for Programs, a Secretary, a Treasurer and a Treasurer-Elect.

### Section 2. Elections

- A. The President-Elect, First Vice-President for Leadership, and District Directors-Elect 1, 3, 5, 7, 9, and 11 shall be elected in odd-number years. District Directors-Elect take office as Directors in odd-numbered years, two years after the election, or as needed. The President-Elect takes office as President in even-numbered years.
- B. Second Vice-President for Programs, Secretary, District Directors-Elect 2, 4, 6, 8, 10, and 12 and Education Committee Chairs shall be elected in even-numbered years. District Directors-Elect take office as Directors in even-numbered years, two years after their election, or as needed.

**Section 3.** The President-Elect and Treasurer-Elect shall be elected for a term of one year. All other officers, except the Treasurer, shall be elected for a two-year term. The Treasurer shall serve a three-year term. Officers shall assume their duties on the first day of the month following the TEEA State Conference. A Treasurer-Elect shall be elected prior to the last year of the current Treasurer's term.

**Section 4.** No officer shall be elected to serve more than one consecutive term in the same office, with the exception of the Treasurer, who may be elected to two consecutive terms.

**Section 5.** A Board member may serve in only one position on the Board of Directors during a term of office as defined in Article VII, Section 1.

## ARTICLE VI - EXECUTIVE COMMITTEE

**Section 1.** The Executive Committee shall be composed of the President, who shall act as Chair, President-Elect, First Vice-President for Leadership, Second Vice-President for Programs, Secretary, Treasurer, and Treasurer-Elect.

**Section 2.** Regular or special Executive Committee meetings shall be called by the President or may be called by three members of the committee.

**Section 3.** A majority of the voting members shall constitute a quorum.

**Section 4.** The Executive Committee shall transact business between meetings of the Board of Directors and act in emergencies that do not affect the policies of TEEA. All business transacted by the Executive Committee shall be reported to the Board of Directors at the subsequent meeting.

**Section 5.** A vote of the Executive Committee may be taken by mail, telephone, fax, e-mail or video conference at the request of the President, and such vote shall have the force and effect of a vote taken at a meeting. The results of the vote shall be reported at the next meeting of the Executive Committee.

**Section 6:** Immediate family members should not serve together on the Executive Committee.

## ARTICLE VII - BOARD OF DIRECTORS

**Section 1.** The voting members of the TEEA Board of Directors shall be composed of the Executive Committee, District Directors, Education Committee Chairs, Alumni Chair(s), and *TEEA Messenger* Editor.. The Parliamentarian, Advisor(s) and 990 Consultant shall serve as non-voting members.

**Section 2.** Regular or special meetings of the Board of Directors may be called by the TEEA President or may be called by six members of the Board.

**Section 3.** The Board of Directors shall elect the Editor of the official publication at the Spring Board meeting.

**Section 4.** The Board of Directors shall perform such duties as may be assigned by the TEEA President and shall be authorized to transact necessary business of TEEA between annual meetings.

**Section 5.** The Board of Directors shall approve proposed bylaw amendments to be presented at the TEEA State Conference.

**Section 6.** The Board Directors shall determine the place of the TEEA State Conference at least two years in advance.

**Section 7.** A vote of the Board of Directors may be taken by mail, telephone, fax, e-mail or video conference at the request of the President, and such vote shall have the force and effect of a vote taken at a meeting. The results of the vote shall be reported at the next meeting of the Board of Directors.

**Section 8.** A majority of voting Board members shall constitute a quorum.

**Section 9.** A member of the Board of Directors may not resign from a presently held position in order to run for another position on the Board.

**Section 10.** An individual appointed to fill a vacancy on the Board of Directors shall be eligible to run for an elected position.

**Section 11.** A member of the TEEA Board of Directors may resign from a presently held position in order to be appointed a TEEA Officer to fill a vacancy, with approval of the Executive Committee.

## **ARTICLE VIII - NOMINATION AND QUALIFICATION OF OFFICERS**

**Section 1.** A candidate for state office shall be endorsed by the club, county, and district in which membership is held. No candidate shall be presented who has not consented to serve. A club may not present a candidate until thirty days following the close of the TEEA State Conference. A candidate must be a member of TEEA.

- A. Two weeks prior to the District Spring Conference, a club presenting a candidate shall notify in writing the County Association and the District Director, giving the name and qualifications of the candidate for the particular office for which presented. The endorsement must be signed by the President and Secretary of the Club.
- B. Candidates must be endorsed by the County Association to which they belong prior to the District Spring Conference. The County Association Chair shall notify the District Director in writing.
- C. A majority vote of the Delegates at the District TEEA Spring Conference at which the election is to be held shall constitute the endorsement of the District. The endorsement shall be in writing and signed by the District Director and the District Secretary and forwarded to the TEEA President by May 1.

**Section 2.** To be eligible for the office of President-Elect, a candidate shall have served at least one year as a member of the Executive Committee.

**Section 3.** To be eligible for the other state offices, candidates shall have served at least one year as an elected officer at the county level, or appointed officer at the District level or Education Chair.

**Section 4.** A candidate for Treasurer-Elect shall be eligible for bonding, knowledgeable in bookkeeping, and familiar with long- and short-term investments. He or she shall remain eligible for bonding throughout their term as Treasurer.

**Section 5.** To be eligible for the office of District Director-Elect or District Director, a candidate shall have served at least one year as an elected officer at the county level..

**Section 6.** Nominations from the floor may be made only by a member of the same county association as the person nominated. The nominee shall meet the same qualifications as other candidates. Written notice of a proposed nomination from the floor shall be given to the President prior to the session in which nominations are in order. Eligibility for nomination from the floor at the TEEA State Conference is not affected by the May 1 deadline. In the event of a Virtual State Conference, intent to make a nomination "from the floor" must be received by the President and Election Chair 15 days prior to the ballots being mailed.

## **ARTICLE IX - ELECTION PROCEDURE**

**Section 1.** The President shall appoint an Election Committee, which shall be responsible for conducting the election, tabulating the ballots, and reporting to the assembly upon completion.

**Section 2.** The Credentials Committee shall furnish to the Election Committee Chair an alphabetical list of Delegates by districts.

**Section 3.** The voting body shall consist of the Board of Directors, Delegates, and Past Presidents.

**Section 4.** The officers shall be elected by ballot, and a majority of the votes cast shall elect. When only one person has been nominated for an office, the Chair may take a voice vote. In the event of a Virtual State Conference has been declared necessary, elections may be conducted via mail in ballots by USPS or electronic mail, to the Delegates, Board of Directors and Past Presidents, 45 days prior to the opening date of the Virtual State Conference and must be postmarked (or email sent) to the Election Chair 21 days prior to the opening date of the Virtual State Conference. The Election Chair shall appoint a committee of tellers in the area to count the votes.

**Section 5.** The voting hours shall be set by the Board of Directors.

**Section 6.** If no candidate receives a majority, a second ballot shall be taken between the two candidates receiving the greatest number of votes.

## **ARTICLE X - DUTIES OF OFFICERS**

**Section 1.** The duties of the President shall be to:

- A. Preside at all TEEA meetings.
- B. Act as Chair of the Board and the Executive Committee.
- C. Appoint an Alumnae Chair, all committees, and a Parliamentarian.
- D. Appoint a 990 Consultant with the approval of the TEEA Board to attend the Fall TEEA Board meeting.
- E. Call regular or special meetings of the Executive Committee and the Board of Directors.
- F. Fill vacancies that occur between regular sessions, other than President-Elect, with approval of the Executive Committee.
- G. Serve as the official representative of TEEA.
- H. Serve as ex-officio member of all committees.
- I. Forward required files to successor upon completion of the term of office.

**Section 2.** The duties of the President-Elect shall be to:

- A. Utilize the one-year term of office to become thoroughly familiar with the objectives of TEEA in preparation for the office of President.
- B. Review and recommend changes and additions to the TEEA Manual to the Board of Directors.
- C. Act as representative of the President upon request, and serve in other capacities as assigned.
- D. Serve as President after the one year term of office.
- E. Forward required files to successor upon completion of the term of office.

**Section 3.** The duties of the First Vice-President for Leadership shall be to:

- A. Perform the duties of the President in the absence of the President.
- B. Become President for the unexpired term in case of death, resignation, or incapacity of the President.
- C. Serve as Chair of the Bylaws Committee.
- D. Serve as aide to the President, and perform assigned duties.
- E. Act as coordinator and advisor for District Directors.
- F. Serve as Chair of the State Leadership Committee.
- G. Upon completion of a President's term, in the non-existence of a President-Elect, would become President.
- H. Forward required files to successor upon completion of the term of office.

**Section 4.** The duties of the Second Vice-President for Programs shall be to:

- A. Perform the duties of the President in the absence of the President and the First Vice-President for Leadership.
- B. Succeed to the office of First Vice-President for Leadership for the unexpired term in case of death, resignation, or incapacity of the President or First Vice-President for Leadership.
- C. Serve as aide to the President, and perform assigned duties.
- D. Act as coordinator and advisor for Education Committee Chairs.
- E. Compile District reports of work.
- F. Serve as General Arrangements Chair for the TEEA State Conference.
- G. Forward required files to successor upon completion of the term of office.

**Section 5.** The duties of the Secretary shall be to:

- A. Take and transcribe accurate minutes of all meetings of TEEA, Board of Directors, and Executive Committee.
- B. Distribute minutes within sixty days of the close of the meetings to all members of the Board of Directors and the Texas A&M AgriLife Extension Service Advisor(s).
- C. Conduct the correspondence of TEEA when requested.
- D. Properly file all communications of TEEA.
- E. Be responsible at the end of term of office for having minutes placed in secure files as hard copies at the 4-H Conference Center, Texas A&M AgriLife Extension Service, and in electronic format with the Texas A&M AgriLife Extension Service Advisor(s).
- F. Forward required files to successor upon completion of the term of office.

**Section 6.** The duties of the Treasurer shall be to:

- A. Receive and keep records of all funds for TEEA.
- B. Deposit all funds in a federally insured banking institution.
- C. Serve as ex-officio member of the Finance Committee.
- D. Pay authorized expenses of TEEA upon the written request of the President. All checks over \$500 shall be signed by two officers: the Treasurer, the President, or First Vice-President for Leadership.
- E. Be bonded. The amount of the bond shall be paid by TEEA.
- F. Acknowledge the receipt of dues and other funds collected.
- G. Present a statement of accounts to all meetings of the Executive Committee, the TEEA Board of Directors, and a full report at the business meeting of the TEEA State Conference.
- H. Have the Form 990 tax return prepared, and financial records and computer reports compiled by a Certified Public Accountant annually.
- I. Deliver all funds and records to the Treasurer-Elect by December 1.
- J. Forward required files to Treasurer-Elect upon completion of the term of office.
- K. During the final year as Treasurer, serve as mentor and trainer for the Treasurer-Elect.

**Section 7.** The duties of the Treasurer-Elect shall be to:

- A. Assist Treasurer with State Conference Registration.
- B. Assist Treasurer with preparation of Financial Report.
- C. Assist with any other Treasurer duties as needed by the Treasurer.

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**Section 8.** The duties of the Advisor(s) (Assistant Director for Family and Community Health, Texas A&M AgriLife Extension Service, and/or her/his designee) shall be to:

- A. Serve as ex-officio member(s) of the TEEA State Board of Directors.
- B. Provide the administrative linkage between the Texas A&M AgriLife Extension Service and the TEEA State President and Board of Directors to assure clear communication on common concerns related to Extension Education Clubs in Texas.
- C. Provide support and guidance for TEEA in extending significant, research-based adult education in cooperation with the Texas A&M AgriLife Extension Service.
- D. Provide support and guidance for TEEA's development of volunteer-delivered education to improve the quality of life for families and communities across ethnic, age, and cultural lines and including those with disabilities.
- E. Provide support and guidance for TEEA in member and leadership development among members and in community service efforts.
- F. Provide support and guidance for TEEA scholarships for youth and adults.
- G. Provide support and guidance for the growth of TEEA as an organization dedicated to the betterment of youth and families in Texas.

**Section 9.** The duties of the Parliamentarian shall be to:

- A. Advise on matters of parliamentary procedure.
- B. Be a Registered Parliamentarian.
- C. Attend the TEEA State Conference and attend the Fall and Spring Board Meetings, if deemed necessary.

## **ARTICLE XI - DISTRICT DIRECTORS**

**Section 1.** If there is no District Director-Elect, a District Director shall be elected for a two-year term at the District Spring Conference and shall assume office the first day of the month following the TEEA State Conference.

**Section 2.** To be eligible for the office of District Director-Elect or District Director, a candidate must have served at least one year as an elected officer at the county level.

**Section 3.** Two weeks prior to the District Spring Conference, a club and a county presenting a candidate for District Director shall notify in writing the District Director, giving the name and qualifications of the candidate. The endorsement must be signed by the President and Secretary of the club and the Chair and Secretary of the county association.

**Section 4.** Nominations from the floor may be made only by a member of the same county association as the person nominated. Written notice of a proposed nomination from the floor shall be given to the District Director prior to the meeting. Eligibility for nomination from the floor is not affected by this deadline. In the event of a Virtual Conference, intent to make a nomination "from the floor" must be received by the District Director 15 days prior to the ballots being mailed.

**Section 5.** No candidate shall be presented who has not consented to serve.

**Section 6.** It shall be the duty of the District Director to:

- A. Serve as a member of the TEEA Board of Directors.
- B. Serve as a channel of communication between the TEEA Board of Directors and the District.
- C. Appoint a District Treasurer and other District Officers and committees as necessary.
- D. Preside over District meetings. In emergency absence of the District Director and District Director-Elect, a past District Director or host County TEEA Chair shall be invited to preside.
- E. Be responsible for completing all reports and financial transactions.

F. Compile county reports of work and send to the Second Vice-President for Programs.

G. Forward required files to successor upon completion of the term of office.

**Section 7.** Serving a term as District Director fulfills eligibility as a candidate for the office of State First Vice-President for Leadership, Second Vice- President for Programs, Secretary, and Treasurer-Elect.

**Section 8.** If there be no District Director-Elect, vacancy in office shall be filled by appointment by the TEEA President for the remainder of the term.

## **ARTICLE XII - DISTRICT DIRECTOR-ELECT**

**Section 1.** The District Director-Elect shall be elected for a two-year term and take office at the same time as the District Director.

**Section 2.** To be eligible for District Director-Elect or District Director, a candidate must have served at least one year as an elected officer at the county level.

**Section 3.** Two weeks prior to the District Spring Conference, a club and a county presenting a candidate for District Director-Elect shall notify in writing the District Director, giving the name and qualifications of the candidate. The endorsement must be signed by the President and Secretary of the club and the Chair and Secretary of the county association.

**Section 4.** Nominations from the floor may be made only by a member of the same county association as the person nominated. Written notice of a proposed nomination from the floor shall be given to the District Director prior to the meeting. Eligibility for nomination from the floor is not affected by this deadline. In the event of a Virtual Conference, intent to make a nomination "from the floor" must be received by the District Director 15 days prior to the ballots being mailed.

**Section 5.** No candidate shall be presented who has not consented to serve.

**Section 6.** It shall be the duty of the District Director-Elect to:

- A. Utilize the two-year term of office to become thoroughly familiar with the objective of TEEA in preparation for the office of District Director.
- B. Serve as an aide to the District Director, and perform assigned duties.
- C. Perform the duties of the District Director in the absence of the District Director.
- D. Become a District Director for the unexpired term in the case of death, resignation, or incapacity of the District Director.
- E. Serve as District Director upon completion of the current District Director's term of office.

## **ARTICLE XIII - EDUCATION COMMITTEE CHAIRS**

**Section 1.** The Education Committee Chairs shall be elected for a two-year term at the District TEEA Spring Meetings of the eligible districts and shall assume office the first day of the month following the TEEA State Conference.

**Section 2.** To be eligible for Education Committee Chair, a candidate must have served at least one year as an elected officer at the club and/or county level.

**Section 3.** Two weeks prior to the District Spring Conference, a club and a county presenting a candidate for Education Committee Chair shall notify in writing the District Director, giving the name and qualifications of the candidate. The endorsement must be signed by the President and Secretary of the club and the Chair and Secretary of the county association.

**Section 4.** Nominations from the floor may be made only by a member of the same county association as the person nominated. Written notice of a proposed nomination from the floor shall be given to the District Director prior to the meeting. Eligibility for nomination from the floor is not affected by this deadline. In the event of a Virtual Conference, intent to make a nomination "from the floor" must be received by the District Director 15 days prior to the ballots being mailed.

**Section 5.** No candidate shall be presented who has not consented to serve.

**Section 6.** The Education Committee Chairs shall plan and coordinate a two-year program consistent with the objective of TEEA and assisted by the Texas A&M AgriLife Extension Service Advisor(s). Chairs shall conduct seminars at the TEEA State Conference on the Educational Program.

**Section 7.** Each Education Committee Chair shall appoint a committee of three. The Chair and Committee Members shall reside in the same district.

**Section 8.** The Education Committee Chairs shall forward required files to successor at the end of the TEEA State Conference.

**Section 9.** The Education Committee Chairs shall serve as members of the TEEA Board of Directors.

**Section 10.** Serving as Education Committee Chair fulfills eligibility as a candidate for the office of State First Vice-President for Leadership, Second Vice-President for Programs, Secretary, or Treasurer-Elect.

**Section 11.** Vacancy in office shall be filled by appointment by the State President for the remainder of the term or until the next regular session.

#### **ARTICLE XIV - TERMINATION CLAUSE**

**Section 1.** If a TEEA Board Member is unable to or does not carry out the functions of that office, the Executive Committee shall appoint a TEEA officer to counsel this person. Following this measure, if the problem continues, the person may be terminated by a majority vote of the Executive Committee. The President shall send written notification to the person and the TEEA Board. Once terminated, a person would no longer be eligible for appointment to the Board nor eligible for nomination to the Board.

#### **ARTICLE XV - COMMITTEES**

**Section 1.** A Finance Committee composed of three members shall be appointed by the President promptly after assuming office. The Treasurer shall be an ex-officio member. It shall be the duty of the committee to propose a budget for the fiscal year beginning January 1, and submit it to the Board of Directors at the Spring Board Meeting. The approved budget shall be presented for adoption at the TEEA State Conference.

**Section 2.** A Financial Review Committee composed of two Executive Committee members and two Board members shall be appointed by the President after assuming office. The President shall be an ex-officio member. It shall be the duty of the Committee to review the bank balance and the current books of finance, which shall be presented to the Committee by the Treasurer. Any discrepancies shall be reconciled. The Committee shall meet annually on the date requested by the President and give a written statement as to the conciliation to the Board.

**Section 3.** A Bylaws Committee shall be appointed by the President with the First Vice-President for Leadership as chair for the purpose of reviewing and proposing amendments. It shall be the duty of this committee to see that all amendments are included in the printed TEEA Bylaws and Standing Rules booklet. (See ARTICLE XXIV.)

**Section 4.** A Resolutions Committee shall be appointed by the President promptly after assuming office. It shall be the duty of this committee to receive proposed resolutions; select those for convention action; and prepare resolutions, including courtesy ones, for presentation. (See ARTICLE XX.)

**Section 5.** The President shall appoint a Credentials Committee and an Election Committee. (See ARTICLE IX, Sections 1 and 2.)

**Section 6.** The President may create additional committees as necessary to accomplish the work of TEEA.

**Section 7:** Immediate family members should not serve together on the same Standing Committee.

#### **ARTICLE XVI - COUNTY ASSOCIATION CHAIR**

**Section 1.** To be eligible as a County Association Chair or Vice-Chair, a person shall have been a TEEA member for at least one year and to have held an office at the Club level for at least one year.

**Section 2.** The County Association Chair and Vice-Chair shall be elected from nominees submitted by the clubs by a majority vote at a County Association meeting prior to the TEEA State Conference. The two-year term of office shall begin the first day of the month following the TEEA State Conference. The Chair shall not be eligible to serve consecutive terms.

**Section 3.** It shall be the duty of the County Association Chair to:

- A. Serve as a channel of communication between the TEEA District Director and the local clubs to support and promote the TEEA Educational Programs.
- B. Call and preside over County Association Meetings.
- C. Be responsible for complete records of all reports and financial transactions with TEEA.
- D. Compile reports of work by the clubs, and send a complete summary to the District Director by the specified date.
- E. Sign with the County Association Secretary the Credential List of the Delegates to the District TEEA Spring Meeting and the TEEA State Conference.
- F. Serve as a Delegate with two elected Delegates to the District TEEA Spring Meeting and the TEEA State Conference.
- G. Host County TEEA Chair may be invited to preside at the District TEEA Spring Meeting in the absence of the District Director and District Director-Elect. (See ARTICLE XI, Sec. 6, D.)

**Section 4.** Serving one year as County Association Chair or Vice-Chair fulfills eligibility as a candidate for the office of District Director, District Director-Elect, and State Education Committee Chair.

**Section 5.** Vacancy in office shall be filled by the Vice-Chair for the remainder of the term.

## **ARTICLE XVII - COUNTY DELEGATES**

**Section 1.** Each County Association is entitled to send three voting Delegates to the District TEEA Spring Meeting and the TEEA State Conference.

- A. The County Chair shall be a Delegate to the District TEEA Spring Meeting and the TEEA State Conference.
- B. Each county shall elect two other Delegates and three alternates from nominees submitted by the clubs. These nominees shall have been TEEA members for at least a year.
- C. The Delegates shall be elected at the County Association Meeting prior to the District TEEA Spring Meeting and the TEEA State Conference.

## **ARTICLE XVIII - MEETINGS**

**Section 1.** TEEA shall meet annually for the purpose of electing officers, presenting a suggested program of work, adopting a budget, hearing reports, and conducting such business as may properly come before it.

- A. The voting body shall consist of the Board of Directors, registered Delegates, and registered Past State Presidents. No member shall have more than one vote, and no voting by proxy shall be allowed.
- B. One hundred registered Delegates shall constitute a quorum.
- C. Each delegate, member, Extension personnel, and visitor to the TEEA State Conference shall pay a registration fee as determined by the Board of Directors.
- D. Remote meeting may be conducted if deemed necessary by the Board of Directors. These remote meetings shall be subject to all rules adopted by TEEA.
  - 1. A member shall address the chair and identify themselves by name to obtain the floor.
  - 2. Members shall submit motions in writing by sending them via electronic mail one week before the remote meeting. Any additional motions required may be made orally.
  - 3. All votes shall be conducted by roll call or unanimous consent.
  - 4. Each member shall be responsible for their own remote connection. No action shall be invalidated on grounds of member's individual connection preventing participation.

**Section 2.** TEEA shall be divided into districts corresponding to the districts of the Texas A&M AgriLife Extension Service. Districts shall hold annual meetings.

- A. The voting body shall consist of all registered Delegates.
- B. The District TEEA Spring Conference shall be governed by rules adopted by the district in accordance with the TEEA Bylaws.
- C. The District TEEA Director shall be the presiding officer and may appoint other officers and committees as necessary.
- D. A registration fee shall be charged at the District TEEA Training and District Spring Conference. The registration fee shall be sent to the District Director for expenses incurred for Training and District Spring Conference.
- E. District functions shall be self-supporting.
  - a. District function deficits shall be covered by District funds.
  - b. District may retain any excess funds after expenses for their functions are paid.

**Section 3.** The District TEEA Director shall conduct an Annual District Training for the County Chairs and Vice-Chairs.

**Section 4.** If there is more than one Club in a county, the Clubs are organized into a County Association.

**Section 5.** Clubs are comprised of individuals who pay TEEA dues. Members may belong to more than one Club but shall be counted in only one County Association.

**Section 6.** The County Association shall meet to elect officers, coordinate and evaluate county-wide programs and activities, elect Delegates to District Meetings and State Conference, implement TEEA Educational programs, and conduct business as necessary.

**Section 7.** Officers for County Associations shall be a Chair, Vice-Chair, Secretary, and Treasurer.

**Section 8.** The voting body of a County Association Meeting shall consist of three TEEA members from each club and County Officers.

## **ARTICLE XIX - FINANCES**

**Section 1.** Funds for TEEA shall be obtained from the following sources:

- A. Dues paid by each member
- B. Registration fee at TEEA Annual State Conference
- C. Interest on savings accounts and investments
- D. Other sources approved by TEEA

**Section 2.** All dues and monies shall be remitted to the TEEA Treasurer.

**Section 3.** The funds shall be used to support:

- A. The objectives of TEEA
- B. Administrative expenses
  - a. TEEA State Conference
  - b. TEEA Board Meetings
  - c. Reimbursement of Board Members' approved expenses
- C. Scholarships
  - a. 4-H Youth
  - b. TEEA Adult Career
  - c. Alumnae
- D. 4-H Club activities in the districts

**Section 4.** The fiscal year of TEEA shall be from January 1 to December 31 for tax purposes.

**Section 5.** All expenditures with signed receipts shall be submitted within 60 days to the Treasurer for reimbursement.

## **ARTICLE XX - RESOLUTIONS**

**Section 1.** Resolutions shall be presented at the TEEA State Conference by the Resolutions Committee.

**Section 2.** Each resolution submitted to the Resolutions Committee shall be typewritten and signed by a TEEA member. If the resolution deals with subject matter covered by an existing standing committee, it shall be approved by the committee and signed by at least one member of the committee.

**Section 3.** A resolution must be received by the Chair no later than 10 days prior to the Spring Board Meeting.

**Section 4.** The Resolutions Committee shall approve or reject any resolution presented and may initiate resolutions.

**Section 5.** Resolutions shall not be presented from the floor.

**Section 6.** Resolutions shall not be in conflict with TEEA Bylaws.

**Section 7.** Resolutions shall require a majority vote to be amended.

## **ARTICLE XXI - OFFICIAL PUBLICATION**

**Section 1.** The official publication shall be *THE TEXAS EXTENSION EDUCATION ASSOCIATION, INC., MESSENGER*, hereinafter called *The TEEA Messenger*. It shall be a publication used to promote and report the work of TEEA.

**Section 2.** *The TEEA Messenger* shall be distributed to all members.

**Section 3.** *The TEEA Messenger* shall be published by the Editor.

**Section 4.** The Editor shall be elected by the Board of Directors at the Spring Board meeting for a two-year term and may be re-elected.

- A. A candidate for Editor shall be a TEEA member, knowledgeable in journalism, and have publishing and printing skills.
- B. A candidate for Editor shall submit qualifications to the State President by May 1, accompanied by letters of endorsement from Club and County Association.

**Section 5.** The Editor shall:

- A. Be bonded.
- B. Maintain accurate business files.
- C. Be responsible for binding one complete set of issues published during the term of office.
- D. Serve as Historian and Public Relations Coordinator.
- E. Deliver all records to the successor by December.

## **ARTICLE XXII - POLITICAL INVOLVEMENT**

No individual action as a member representing any unit of TEEA shall endorse or support political action related to public policy in local, county, state, or national elections. Recommendations for such action shall be forwarded to the TEEA Board of Directors.

## **ARTICLE XXIII - PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Roberts' Rules of Order Newly Revised shall govern TEEA in all cases in which they are applicable and in which they are not inconsistent with these Bylaws.

## **ARTICLE XXIV - AMENDMENT OF BYLAWS**

**Section 1.** These Bylaws may be amended by a two-thirds vote of the registered Delegates present and voting at the TEEA Annual State Conference, which may include a Virtual State Conference.

**Section 2.** Amendments to the Bylaws may be proposed by the TEEA Board of Directors, the Executive Committee, the Bylaws Committee, a District, or a County Association. All proposed amendments shall be submitted in writing to the State President and the First Vice-President for Leadership, who is the Bylaws Committee Chair, prior to May 1, for review. Proposed amendments shall be referred to the Board of Directors and printed in the official publication sixty days prior to the TEEA Annual State Conference. All proposed amendments shall be presented for vote to the TEEA Annual State Conference Delegates.

**Section 3.** These Bylaws may be amended without sixty days notice by unanimous vote of the Delegates present and voting at the TEEA State Conference, provided the proposed amendment(s) has been submitted in writing to the President and presented to the Delegates.

## **ARTICLE XXV - DISSOLUTION**

**Section 1.** In case of dissolution of the Texas Extension Education Association, Inc., the Board of Directors shall, after settling all outstanding accounts and disposing of all equipment, assign all funds of the Association to Scholarships. These funds shall be administered by the Texas 4-H Youth Development Foundation, which has qualified for exemption under 501 (c)(3) of the Internal Revenue Code, and cooperates with the Texas A&M AgriLife Extension Service.

**Section 2.** In case of dissolution of a Club or County Association, after settling all outstanding accounts, the club or county shall distribute its assets to an organization(s) that has qualified for exemption under Section 501 (c)(3) of the Internal Revenue Code, i.e., 4-H, etc. The Chair shall notify the TEEA Treasurer of the dissolution.



## **Standing Rules of the Texas Extension Education Association, Inc.**

1. Dues of \$15.00 per year will be paid by each member to become effective October 1, 2012.
2. A member may wear the TEEA pin, but only present or past members of the Board of Directors, County Chairs, or Club Presidents are eligible to wear the TEEA pin with gavel attached.
3. Amendments
  - a. These standing rules may be amended or temporarily suspended by a majority vote of the Delegates present and voting at the TEEA State Conference, without prior notice.
  - b. A two-thirds vote of the Delegates present and voting at the TEEA State Conference is required to rescind a standing rule without prior notice.
4. Campaign Rules
  - a. Present credentials in the form of letter/flyers distributed by County Chairs. Letters may have a picture. The letter may also be published in *The TEEA Messenger*.
  - b. Campaign materials may not be distributed during any session of the TEEA State Conference.
  - c. Campaign materials of any kind may not be displayed in the Conference Hall.
  - d. The only campaign speeches that will be allowed at District Spring Conferences are by candidates for District Director, District Director-Elect, and Education Committee Chair.
  - e. Candidates will be allowed 3 minutes each at the TEEA State Conference to state their platforms and credentials.
  - f. Elections will be held at the TEEA State Conference in accordance with the TEEA Bylaws and election procedures.