

**CONSTITUTION AND BYLAWS
OF CITY CLERKS AND SECRETARIES
LONE STAR CHAPTER**

ARTICLE I. NAME AND AFFILIATION

The name of this organization shall be Lone Star Chapter ("Chapter"). The Chapter shall be affiliated with the Texas Municipal Clerks Association, Inc.

ARTICLE II. GOALS and OBJECTIVES

The goals and objectives of the Lone Star Chapter shall be to promote the improvement of the office of city clerk/secretary at the local, state and national levels, development of standard procedures, the promotion of wider city consciousness concerning the importance of municipal government and its operation with particular reference to these services and facilities administered by the city clerk/secretary, to mentor new city clerks/secretaries and to lend assistance and support to one another. The Chapter shall accomplish this mission through regularly scheduled Chapter meetings, Chapter committee activities, Chapter educational programs, encouragement and support of Texas Municipal Clerks Association, Inc. (TMCA, Inc.), International Institute of Municipal Clerks (IIMC) and other educational opportunities related to the municipal clerk's office such as ARMA, and mentoring and networking among Chapter members.

ARTICLE III. MEMBERSHIP

The core membership of the Chapter will be formed from the following counties: Collin, Grayson, Rockwall, Hunt, and Fannin. Active memberships will be open to anyone outside the five (5) county area. An active member shall be any person who serves as a city clerk/secretary or deputy/assistant who is employed within the boundaries of the organization. People who work closely with the city clerk/secretary such as an employee in the city manager's office, mayor's office or city attorney's office, or someone who is pursuing certification through the Texas Municipal Clerks Certification Program (TMCCP) may become members of the Chapter. Active members are entitled to voting rights, and payment of dues is a prerequisite to exercising voting rights. Any member whose dues are in arrears will not be eligible to vote.

An honorary member shall be an individual who has performed exceptional services for the Chapter and for the improvement of municipal clerks. After nomination and approval by a majority of the members present and voting, the individual shall be designated an Honorary Member of the Chapter. Honorary membership granted to individuals shall confer no voting rights nor impose any obligation under these bylaws.

A retiree member shall be an individual who has retired from the city clerk/secretary profession as described above.

ARTICLE IV. OFFICERS

The officers of the Chapter shall be a President, President Elect, Treasurer, Secretary, and Historian. These officers and the immediate Past President shall constitute the Executive Board of the Chapter. The Executive Board shall conduct the affairs of the Chapter between meetings of the Chapter. The duties of the officers shall be as outlined below:

OFFICE OF THE PRESIDENT:

1. Attend and preside at all meetings of the Executive Board and the Chapter.
2. Appoint committees.
3. Sign all necessary documents for the Chapter, as authorized by the Executive Board.
4. Coordinate disbursement of meeting notices, agendas, and other appropriate information.
5. Supervise and control all Chapter business affairs.
6. Act as Chapter representative at functions such as TMCA, Inc., meetings, etc.
7. Submit articles, along with photographs, to TMCA, Inc., for insertion in the quarterly newsletters.
8. Fulfill all duties and responsibilities in a timely and responsible manner.

PRESIDENT ELECT:

1. In the absence of the President, the President Elect shall perform the duties of President.
2. Any duties assigned by the President or Executive Board.
3. Attend all meetings of the Executive Board and the Chapter.
4. Plan all programs for the Lone Star Chapter monthly meetings, introduce the speaker, and coordinate meetings with the City hosts.
5. Serve as the Chair of the Special Programs Committee.
6. In the event the President position becomes vacant the President Elect will automatically move into the position of President for the remainder of the term.
7. Fulfill all duties and responsibilities in a timely and responsible manner.

TREASURER:

1. Be responsible for and have custody of all funds and securities of the Chapter.
2. Pay all invoices and record expenditures in proper accounts. If in doubt, contact the President.
3. Send out invoices as needed and collect money for confirmed attendance based on RSVP list.
4. Work with the President in filing required documents with IRS or other agencies, as required.
5. Furnish the President with a monthly Treasurer's Report.
6. Attend all meetings of the Executive Board and the Chapter.
7. Maintain all revenues and expenditures for annual review by the Audit Committee.
8. Check in attendees and record monies collected at the Chapter meetings.
9. Deposit all monies collected within 10 business days of receipt.
10. Prepare fiscal year budget as provided in Article X. Serves on the budget committee.
11. Send membership application out to the members in September for the upcoming fiscal year.
12. Fulfill all duties and responsibilities in a timely and responsible manner.

SECRETARY:

1. Record minutes of all meetings of the Executive Board and membership. Action minutes will be kept with any adopted resolutions, appointments, policies, actions, etc., attached to the minutes to avoid loss of documents and to allow review by the Executive Board. Minutes will be maintained in the official binder or electronic shared folder of the Chapter and made available to the President, Chapter officers and Audit Committee Chair. Minutes must be submitted for approval at the next meeting of the Chapter or Executive Board.
2. After receiving the President's approval, send out notice of meetings, agendas, and any other appropriate information.
3. Solicit, record and distribute RSVP information for Chapter meetings including sending RSVP list to Treasurer.
4. Fulfill duties and responsibilities promptly and timely.
5. Attend all meetings of the Executive Board and the Chapter.
6. Assist the Treasurer at each meeting to check in attendees and record monies collected.
7. Records shall be kept in accordance with Texas State Library Retention Schedules.
8. Maintain the official mailing and emailing lists for the Chapter.

HISTORIAN:

1. Be responsible for and have custody of all Chapter scrapbooks, which shall be kept in chronological order.
2. Take photographs at all Chapter meetings and functions and submit to the President in a timely manner for filing with TMCA, Inc. to be inserted in quarterly newsletters. Also place copies in Chapter digital scrapbook.
3. Produce and distribute quarterly newsletter; send to Technology/Website Committee Chair for placement on website.
4. Attend all meetings of the Executive Board and the Chapter.
5. Fulfill all duties and responsibilities in a timely and responsible manner.

ELIGIBILITY: The following criteria are hereby established for serving as:

- President Elect and President of the Lone Star Chapter: be a practicing city clerk/secretary or deputy/assistant city clerk/secretary, of a municipality performing the duties of the city secretary's office on a daily basis for at least two years, actively working toward certification through the Texas Municipal Clerks Certification Program (TMCCP) and/or regularly attending seminars and events in organizations such as the TMCCP, IIMC, Texas Municipal League, Secretary of State, Texas State Library and Archives Commission, or any other proceedings which furthers the education and/or knowledge of duties of a city clerk/secretary, and be a current paid member of the Lone Star Chapter for at least two years.
- Historian, Treasurer, and Secretary of the Lone Star Chapter: be a practicing city clerk/secretary or deputy/assistant city clerk/secretary, or employee of a municipality performing the duties of the city secretary's office on a daily basis for at least two years, actively working toward certification through the Texas Municipal Clerks Certification Program (TMCCP) and/or regularly attending seminars and events in organizations such as the TMCCP, IIMC, Texas Municipal League, Secretary of State, Texas State Library and Archives Commission, or any other proceedings which furthers the education and/or knowledge of duties of a city clerk/secretary, and be a current paid member of the Lone Star Chapter for at least two years.

All nominees for each position are required to complete and sign a prescribed nomination form to be submitted to the nominating committee. Those nominated from the floor shall also submit a nomination form to the committee in order to determine eligibility. Eligible nominees must have attended at least 80% of the Chapter's business meetings that have been held during the current and past fiscal years. The Holiday Program and other Special Programs hosted by the Lone Star Chapter do not count towards attendance requirement unless a business meeting is held during the program. All nominees shall be in good standing. "Good standing" means a member must not be in violation of TMCA's Code of Ethics tenets.

ARTICLE V. ELECTION OF OFFICERS

The President shall appoint a Nominating Committee consisting of the immediate past president and two (2) members from among the membership. The Committee shall submit nominations for the positions of Historian, Treasurer, Secretary, and President Elect. The Committee shall submit its report at the August meeting. At the same meeting, nominations from the floor along with those of the Committee shall be voted upon. Such offices shall be decided by a majority of the membership present and voting. The officers so elected shall take their oath-of-office at the meeting in September and shall take office effective October 1 of that same year. Officers shall be eligible to serve a one (1) year term, or until their successors have been duly elected or appointed. The office of President Elect, if in good standing with the Chapter, shall automatically succeed to the office of the President.

ARTICLE VI. MEETINGS

There shall be at least five (5) business meetings of the Chapter per year. Other meetings of the Chapter may be called by the President or a majority of the Executive Board. The following months are required business meetings:

- February
- June
- August
- September
- October

The meeting schedule for the upcoming year shall be prepared by the President and submitted to the members by October of each year.

ARTICLE VII. QUORUM

A majority of the officers shall constitute a quorum at an Executive Board meeting. A majority of those registered at any business meeting of the Chapter shall constitute a quorum for the transaction of business at such meeting.

ARTICLE VIII. DUES

The Executive Board, with the approval of a majority of the members voting at the meeting, may fix the amount of annual dues for members of the Chapter. Annual membership dues shall be determined upon recommendation of the officers of the Chapter and by the majority vote of members voting at a regular business meeting of the Chapter in February of each year. Dues shall be collected on the fiscal year. A member's dues, paid by a city, shall continue to the benefit of the city upon termination of the member, due to retirement, voluntary termination, involuntary termination, and/or disability. A member's dues, paid by the member, shall continue to the benefit of that member upon termination of the member, due to retirement, voluntary termination, involuntary termination, and/or disability.

ARTICLE IX. VACANCIES

Whenever there is a vacancy in the office of the President, the President Elect shall succeed to that office for the unexpired term. A vacancy in any other office may be filled by the remaining members of the Executive Board for the unexpired term.

ARTICLE X. FINANCES

The fiscal year of the Chapter shall begin on the first day of October and end on the 30th day of September each year. A budget shall be prepared for each fiscal year by the current-year treasurer and budget committee for review in August by the membership. The president shall place the budget before the membership for approval in September.

Following annual installation of officers, the President and Treasurer shall be designated as authorized signatories on the Lone Star Chapter bank account, and shall file the necessary paperwork with the bank depository. Two (2) signatures shall be required for disbursements over \$500.00.

ARTICLE XI. MISCELLANEOUS

All voting shall be done by raising the right hand for counting or by stating aye or nay. The rules of procedure shall be governed by Robert's Rules of Order.

ARTICLE XII. COMMITTEES

The president shall appoint the following committees to serve the Chapter, as well as additional committees as are needed from time to time.

- A. Nominating Committee for Officers (comprised of Immediate Past President and two members; nominates officers for consideration by the membership for the upcoming year)

- B. Municipal Clerk of the Year Nominating Committee (nominates City Secretary of the Year and Member of the Year and works in cooperation with the nominee to prepare the TMCA, Inc., Clerk of the Year submittal by the required deadline)
- C. Holiday Celebration Committee (plans, coordinates and hosts holiday program)
- D. Membership Committee (maintains communication with members regarding matters of interest and importance and develops a program to increase and maintain membership)
- E. Audit Committee (comprised of three (3) active or honorary members; reviews the Chapter's bank account(s) annually during the month of November. Their findings shall be reported to the membership at the February meeting.)
- F. Scholarship Committee (reviews applications and approves or denies the requests as well as coordinates fundraising efforts to fund upcoming scholarships.)
- G. Budget Committee (comprised of current year Treasurer and members) assists in the preparation and presentation of the fiscal year budget)
- H. Bylaws Committee (reviews and recommends amendments to the membership in odd numbered years)
- I. Legislative Committee (convenes during legislative years (odd). Reports and presents significant bill changes to the membership)
- J. Technology/Website Committee (reviews, recommends changes and updates Lone Star Chapter website)
- K. Special Programs Committee (Chaired by the President-Elect; plans the Records Management Day program; secures IIMC points and summaries, plans other programs such as Athenian Dialogue programs and educational/leadership programs)

ARTICLE XIII. DISSOLUTION CLAUSE

If Chapter members elect to dissolve the Chapter, a letter must be submitted to the TMCA, Inc., President including the minutes of the final meeting dissolving the chapter. The TMCA, Inc., President shall notify the TMCA, Inc., Executive Board at the next regular meeting and action to abolish the Chapter shall be taken by the TMCA, Inc., Executive Board.

Upon the dissolution of the Chapter, the membership shall, after paying or making provisions for the payment of all of the liabilities of the Chapter, dispose of all of the assets of the Chapter exclusively for the purposes of the Chapter to TMCA, Inc. These funds shall be deposited in the TMCA, Inc., scholarship funds and/or travel stipends to be used for Texas Municipal Clerks Certification Program (TMCCP) seminar attendance. TMCA, Inc., is an organization organized and operating exclusively for charitable, educational, or religious purposes and shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE XIV. BYLAWS

The membership shall adopt bylaws for the purpose of governing the conduct of its meetings. A Bylaws Review Committee shall be appointed at the February meeting of odd number years. Such bylaws shall be reviewed at the October meeting of odd number years by the membership,

and any amendments shall be adopted at the next Chapter meeting following the 30-day notice requirement as provided in Article XIV. The Executive Board may have prepared bylaws for governing the conduct of meetings and functions of the Chapter, which bylaws shall be presented to a meeting of the Chapter for adoption.

ARTICLE V. AMENDMENTS AND POLICY MANUAL

The Constitution and Bylaws of the Chapter may be amended at any regular meeting of the Chapter by a majority vote of those present and voting, only after notice of the proposed changes have been given to all Chapter members at least thirty (30) days prior to the meeting at which a vote to amend the Constitution and/or Bylaws is to be taken.

In order to establish consistency for the committee members and Executive Board members to achieve their objectives and carry out their duties, procedures/guidelines for various functions may be set forth within an administrative Policy Manual. Changes can be made as needed with approval of the membership.

PASSED AND APPROVED THE 11th DAY OF December 2019.

Kristi Morrow, President
Deborah Sorensen, President
Elect
Susie Quinn, Treasurer
Tina Stewart, Secretary
Carol Kuykendall, Historian
Rene Dowl, Immediate Past President

AMENDED: FEBRUARY 1, 2007, Article IV, a, b, c, d, e - Article V. f, 9 - Article X, h.
AMENDED: NOVEMBER 7, 2007, Article I, Article II, Article III, Article IV, Article V, Article VI, Article VII, Article VIII, Article IX, Article X, Article XI
AMENDED: NOVEMBER 4, 2009
AMENDED: NOVEMBER 9, 2011
AMENDED: NOVEMBER 6, 2013
AMENDED: DECEMBER 2, 2015
AMENDED: JULY 6, 2016
AMENDED: DECEMBER 11, 2019