

**AMENDED AND RESTATED BYLAWS OF
TEXAS ASSOCIATION OF COMMUNITY COLLEGE FOUNDATIONS**

These Restated and Amended Bylaws (“Amended Bylaws”) supersede the original Bylaws and all amendments thereto.

ARTICLE I

Name

The name of this association shall be Texas Association of Community College Foundations (TACCF), referenced throughout this document as “TACCF”.

ARTICLE II

Principal Office

The principal office of TACCF shall be located at the office of the current TACCF President.

ARTICLE III

Purposes

The purposes of TACCF are to:

- Advance the collective impact of public community and technical colleges across the state of Texas and the nation.
- Develop and foster sound relationships between member educational institutions and their constituencies.
- Promote the education, professional development, and networking opportunities to its members and all those engaged in institutional advancement in Texas public community and technical colleges.
- Contribute to the professionalism of institutional advancement in Texas public community and technical colleges.
- TACCF is organized and shall be operated exclusively for charitable and educational purposes within the meaning of Internal Revenue Code Section 501(c)(3) and Texas Tax Code Section 11.18(c)(1) or the corresponding provisions of any future United States internal revenue or Texas tax law.

ARTICLE IV

Non-Profit Status

TACCF is tax exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("Code") and organized in 1995 under the Texas Non-Profit Corporation Act to: 1) advance the collective impact of public community colleges across Texas and the nation; 2) develop and foster sound relationships between member educational institutions; 3) promote the education, professional development and networking opportunities to its members; and 4) contribute to the professionalism of institutional advancement in Texas public community colleges.

ARTICLE V

Membership

Section 1: Types of Membership

- A. **Institutional membership** shall be open to any Texas Community College Foundation or any public Texas Community College, Technical College or College District with a fund development program. Each institutional member shall designate one official representative. However, the institution is not limited to the number of its participants in TACCF activities.
- B. **Honorary membership** shall be conferred to individuals who have made a noteworthy contribution to TACCF or the general field of community college development. Honorary members shall be nominated by the Executive Committee and approved by a majority of the membership present and voting at any regular scheduled meeting. This class of membership is not required to pay annual dues.

Section 2: Responsibility of Members

- A. Annual dues shall be assessed to all institutional members, excluding honorary members. The amount of the dues shall be set by the Executive Committee.
- B. Members who fail to pay their dues within thirty (30) days past the due date shall be notified by the Secretary. If payment is not made within the succeeding thirty (30) days the member shall, without further notice and without hearing, be dropped from the rolls and thereupon forfeit all rights and privileges of membership. The Board of Directors may by rule prescribe procedures for extending the time for payment of dues and continuation of membership privileges upon request of a member.
- C. Membership shall give strict adherence to ethics and standards set forth by the association Code of Ethics (See Attachment A). Violation of such ethics and standards are cause of removal from membership, after review and recommendation by the Executive Committee, the ratification by a majority of those members present and voting at any regularly scheduled meeting.

Section 3: Privileges of Members

The following privileges are extended to all members in good standing:

- A. *Attendance at all meetings, seminars, special workshops, and social events.* Notice of all meetings, seminars, workshops, or social events shall be mailed or emailed to members at least two (2) weeks in advance of all such general meetings.
- B. *Voting privileges.* Each institutional member's designated representative or designee shall have one vote on all matters that come before the annual meeting, including the election of directors.
- C. Non-members attending the annual symposium or workshop will be assessed a higher registration fee than members, as determined by the executive committee.

ARTICLE VI

Board of Directors

Section 1:

There shall be a maximum of (11) Directors with members serving staggered terms so that not all board members rotate off at one time. The annual term of office for all positions on the Board of Directors shall be two years, with the exception of the Past President, who shall serve a one year term. Members shall be elected to the board at the annual meeting. The Board of Directors shall fill any vacancies that develop prior to the end of a board member's term with a representative from a member institution. Those appointments are for the remainder of the position's term.

Section 2:

Members elected to the Board of Directors may serve up to a maximum of three consecutive two-year terms after which they must rotate off the board for a minimum of two years. Any Director of the TACCF Board may be removed by a majority vote of the Board of Directors then in office at any time that such action is deemed to be in the best interest of TACCF.

ARTICLE VII

Executive Committee

Section 1:

The Board of Directors shall have an Executive Committee that is empowered to act on behalf of the Board of Directors between meetings of the Board. The Executive Committee shall be comprised of the organization's President, Past President, Vice President/President-Elect, Treasurer and Secretary. The Executive Committee shall be chaired by the TACCF President.

Section 2: Term of Office

All officers shall be elected for the term of two years, but they may be re-elected up to a maximum of three-two year terms. The exception is that of the term for the Past President, who shall serve a one-year term.

ARTICLE VIII

Officers

Section 1:

The officers of TACCF shall include a President, Past President, Vice President/President-Elect, Treasurer, and Secretary for a total of five (5) officers. All officers must be members of the Board of Directors. The membership shall elect the organization's officers and Board of Directors at a board meeting immediately following the annual membership meeting.

Section 2: Term of Office

All officers shall be elected for the term of two years but they may be re-elected up to a maximum of three-two year terms. The exception is that of the term for the Past President, who shall serve a one-year term.

Section 3: Office Vacancies

In the event the presidency becomes vacant, the Vice-President/President-Elect shall immediately assume that position. Vacancies in the other offices shall be filled by the Executive Committee.

Section 4: President

The President shall serve as the Chief Executive Officer of TACCF. He/she shall preside over regular meetings and the annual meeting. He/she shall appoint chairpersons to the standing committees and coordinate their activities and reports. The President shall also be empowered to appoint ad hoc committees as deemed necessary to serve during the President's term of office.

Section 5: Vice President/President-Elect

The Vice President/President-Elect shall be responsible for developing TACCF's professional development program at the symposium. He/she shall act and preside in the absence of the President or in the event the President is unable or unwilling to act.

Section 6: Secretary

The Secretary shall be responsible for keeping the official minute book and the official copy of TACCF's current bylaws. The Secretary shall maintain a viable list of addresses of those volunteers, administrators, trustees, and professional staff to which the newsletter should be sent. The secretary shall prepare and mail the association's newsletter and other mass mailings.

Section 7: Treasurer

The Treasurer shall be responsible for sending dues notices to the members in conjunction with the symposium registration and receiving and depositing membership dues and meeting fees in a bank designated by the Executive Committee. The Treasurer shall be responsible for the disbursement of funds for meetings and other purposes as authorized by the President. The Treasurer shall provide regular accounting and financial reports to the Board of Directors in accordance with generally accepted accounting principles and file all reports annually required by state or federal regulations.

Section 8: Past President

The Past President will serve as a resource for the current President to ensure a smooth transition, provide an orientation, and pass files to the new President. The term of this position, both as Past President and member of the board, shall be one-year.

ARTICLE IX

Committees

TACCF shall have a Nominating Committee and such other committees as deemed necessary by the Board of Directors.

ARTICLE X

Meetings

Section 1: Meetings of the Membership

The Annual Meeting of the membership shall be held as part of the symposium. The Board of Directors may call a special meeting of the membership at any time providing 30 days' advance written notice is given. The Board of Directors may also conduct an email or mail ballot of the membership in specific issues.

Section 2: Meetings of the Board of Directors

The TACCF Board of Directors shall meet as often as necessary but at least once annually either face to face or by phone conference. The Executive Committee may call a special meeting at any time as long as appropriate notice is given.

Section 3: Quorum

Membership present at any meeting of the association shall constitute a quorum. A majority of the members of the Executive Committee present shall constitute a quorum.

Section 4: Order of Business

The order of business for the Annual Meeting shall be as follows:

Call to Order

Reading of Minutes of the previous meeting

Financial Statement

Reports

Unfinished Business

New Business

Election of Directors

Announcements

Adjournment

ARTICLE XI

Code of Ethics

Each member of the association shall abide by the TACCF Code of Ethics governing his/her individual and corporate conduct. The Code of Ethics shall be recommended and approved by the Executive Committee. The Code of Ethics shall be attached to these bylaws and shall be distributed to all classes of members.

ARTICLE XII

Disposition of Assets

In the event TACCF does not, will not, or is unable to pursue its intended purposes, all remaining assets will be equally divided as a contribution to the non-profit member organizations in good standing.

ARTICLE XIII

Amendments to Bylaws

Revision of the bylaws shall begin with the approval of recommended changes by a two-thirds vote of the Board of Directors attending any regular Board of Directors meeting providing a quorum of the Board of Directors is present, and revision of the bylaws has been listed as an agenda item for that board meeting. The bylaws may be amended by a majority of the institutional members at any annual or special meeting called to discuss bylaw amendments or by mail or email ballot of the institutional members.

ARTICLE XIV

Miscellaneous

The fiscal year of TACCF shall be January 1 to December 31.

ARTICLE XV

Authorization

The below officer of the Foundation has duly executed these Restated and Amended Bylaws the 22nd day of February, 2018, pursuant to a resolution adopted by the Board of Directors.

Matthew Busby
President of TACCF

Adopted: December 19, 1995

Amended: February 18, 2013

Amended: February 22, 2018

Attachment A
CODE OF ETHICS

Each member of the Texas Association of Community College Foundations shall:

Pursue individual and corporate conduct, which shall demonstrate and enhance competence and integrity in all relationships with the public.

Advance ethical concepts, methods and skills for development and related activities that contribute to the well-being and financial success of the institution served.

Strive consistently to increase and perfect professional knowledge and skills through active participation in the association and related organizations whose objectives are for the improvement of the profession.

Encourage and support educational and training programs for development and related activities and actively participate or provide instruction when and wherever appropriate.

Encourage and participate in continuing efforts to develop innovative methods and techniques to share this knowledge with others within the Association.

Respect the confidentiality of information gained in the process and pursuit of the profession.

Assist, support, and provide leadership in the civic development of the community and to cooperate with other education, health, and cultural institutions.

Advise prospective donors only within professional parameters and actively endeavor to prevent malpractice wherever it may appear in the field of community college development.

Members refuse to accept or offer a position on the basis of a percentage of funds raised; or to have any affiliation or other relationships with firms or organizations who offer commissions, rebates, gifts, or other favors which might imply or create an obligation or conflict of interest.

Avoid engaging in activities that may damage the professional reputation of another member, another institution or organization in the development field.

Avoid engaging in activities that may bring discredit to the profession or the association or exploiting the association or the activities of colleagues for personal gain.

Pledge adherence to this Code and assist in the enforcement of its provisions throughout the membership.

Respect that the TEXAS ASSOCIATION OF COMMUNITY COLLEGE FOUNDATIONS is a forum of individual/institutional members and this forum shall not be used as a means for solicitation for professional services.