

# TASSCC – Bylaws

## ARTICLE I - NAME

The name of this organization will be TASSCC, Inc. - A Texas Corporation and Association of State Systems for Computing and Communications.

## ARTICLE II - OBJECT

The Association shall be operated exclusively for educational purposes, no part of the net earnings of which inures to the benefit of any private individual, no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation, and which does not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office. The objective of TASSCC shall be to encourage effective utilization of computing and communications resources in state agencies and public institutions of higher education in Texas, and to foster communications and cooperation between state agencies and institutions concerned with the use of computers and communications.

## ARTICLE III - MEMBERSHIP

### SECTION 1

Full membership shall be open to state agencies and state-supported institutions of higher education of the State of Texas. Each Full Member organization shall designate a person to serve as the organization's principal representative. Each Full Member organization shall designate, as appropriate, a representative of administrative computing or management information systems, academic computing, and telecommunications services to participate in TASSCC activities such as holding office and serving as committee members of TASSCC.

### SECTION 2

Each principal representative shall be the voting member for a Full Member organization and shall have one vote. If authorized by the Board of Directors, voting will be conducted by electronic methods with a 14 day minimum voting period. All voting ballots must be returned to the Secretary, or their designee, by the indicated date in order to be counted. Associate Members shall not be entitled to vote.

### SECTION 3

Annual dues and other fees shall be set by the Board of Directors. Full annual dues shall be paid by each Full Member and each Associate Member organization. The Board of Directors will establish guidelines for the assessment of registration fees for association meetings, publication subscriptions, and other fees.

### SECTION 4

There shall be established an Associate Membership within the Association as follows:

- A. The following entities shall be entitled to make application for an Associate Membership
  1. Any corporation, partnership or sole proprietorship provided such entity is primarily engaged in either
    - a. The manufacture, sale or service of information processing telecommunications equipment and/or software, or
    - b. Furnishing consulting, design and/or technical services in support of information processing or telecommunications equipment and/or software;

- 2. governmental agencies; or
- 3. state-supported school districts.
- B. Each Associate Member shall designate as an Associate Representative a person regularly employed by the Associate Member having managerial, engineering, technical, or sales responsibility.
- C. Associate Representatives shall not be entitled to vote or hold elective office.
- D. Employees of the Associate Member organization shall be allowed to register for Association conferences based on rates charged Association members.

#### SECTION 5

Application for all classes of membership shall be filed with the Association's Executive Manager on the form provided by the Association. Any application so filed shall contain a statement as to the eligibility of the applicant. The application shall be reviewed by the Board of Directors to determine that the applicant meets the qualifications applicable to the class of membership sought. A Full Member applicant shall become a member of the Association upon payment of dues, as required, for the current year. An Associate Member applicant shall become a member of the Association upon review and approval by the Board of Directors and payment of dues, as required, for the current year.. Full and Associate memberships may be renewed by payment of annual dues. Dues shall be in accordance with Article III Section 3 of these bylaws.

#### ARTICLE IV - OFFICERS AND DIRECTORS

##### SECTION 1

The officers of TASSCC shall be the President, the President-elect, the Secretary, the Treasurer, the six Directors, and the immediate Past-President. The six Directors shall, when candidates are available, be represented by a diverse representation of large and small higher education and state agency Full Member organizations. These officers and directors shall perform the duties outlined in these bylaws and by any Administrative Rules as may be adopted by the voting membership or the Board of Directors.

##### SECTION 2

The terms of office shall be two years except that the Directors shall serve for a term of three years, staggered so that two Directors shall be elected each year. The terms of office shall commence on September 1. The President-elect shall automatically become President on September 1, as the previous President leaves office. The President shall automatically become Past-President on September 1, as the President leaves office. Candidates for each election shall be chosen by a nominating committee, chaired by the Past-President.

The election of officers and directors shall be held during the annual meeting of TASSCC. If the annual meeting is not held, the officers and directors shall be elected by an electronic vote. The Secretary, or their designee, will provide the slate of candidates to each voting member by July 15. The vote must be returned to the Secretary by August 15.

##### SECTION 3

- A. The President shall be the principal elected officer and shall preside at all meetings. The President shall make committee appointments and shall serve as an ex officio member of all such committees except the nominating committee. The President shall appoint persons to fill unexpired terms of the remaining offices except the President-elect.
- B. The President-elect shall perform such duties assigned by the President to assist in the management of TASSCC. The President-elect shall preside at all TASSCC meetings in the absence of the President. In the event the office of President becomes vacant, it shall be filled by the President-elect, who shall serve out the remaining term.

- C. It shall be the duty of the Secretary, or their designee, to maintain the minutes of all general meetings, and to mail (postal service or electronically) copies of said minutes to the membership. The Secretary or their designee shall prepare, distribute, collect, and tally ballots, reporting results to the President. The Secretary or their designee shall keep the official correspondence of the Association.
- D. It shall be the duty of the Treasurer to receive, account for, and distribute all funds of TASSCC. The Treasurer shall maintain account records subject to audit by the Board of Directors, or a committee appointed by the Board of Directors. The Treasurer shall prepare an annual budget for approval of the Board of Directors at the first meeting after September 1, and shall present a financial status, including receipts, expenditures, and account balances to the Board of Directors at each meeting. The Treasurer is responsible for completion of all federal and state reporting.
- E. In the event the office of President-elect becomes vacant prior to the expiration of his/her term, the Association shall hold a special election to fill the vacancy. In the event that the President-elect is no longer qualified or declines to serve as President upon termination of his/her year as President-elect, he/she shall be considered to have tendered a resignation, and the Association shall hold a special election, either separately or in conjunction with the regular election of officers to fill the vacancy. If the President and President-elect positions become vacant, the Secretary shall exercise the functions of the President and initiate action to conduct an election with 60 days to fill the vacancies.

## ARTICLE V - BOARD OF DIRECTORS

### SECTION 1

The Board of Directors shall consist of the President, the President-elect, the Secretary, the Treasurer, the six Directors, and the immediate Past-President. The President shall be the presiding officer.

### SECTION 2

The Board of Directors shall have full power and authority over the affairs of TASSCC except in those areas as specified in these bylaws.

### SECTION 3

The Board of Directors shall have as its duties:

- A. to consider and approve or disapprove appointments made by the President except for appointments to fill unexpired terms of office;
- B. to fix the hour and place of all meetings;
- C. to perform such other duties as are specified in these bylaws; and
- D. to provide the membership with a directory of membership organization and representatives, and to periodically publish a newsletter to communicate issues of common interest.
- E. to execute the business of the Association.

### SECTION 4

Any member can be removed from the Board of Directors by a simple majority vote of the Board of Directors after failure to attend two consecutive regular meetings of the Board of Directors.

## ARTICLE VI - MEETINGS

There shall be at least one yearly meeting of TASSCC membership. The date, time, place, and duration of the annual meetings are to be decided by the Board of Directors. Other meetings may be called by the Board of Directors.

## ARTICLE VII - DISSOLUTION

It is intended that TASSCC will be a permanent organization. However, the Association may be dissolved by a simple majority vote of all paid Full Member organizations. In the event that TASSCC is dissolved, all funds available after the payment of outstanding obligations shall be donated to a tax exempt organization to be named by the Board of Directors, used in support of an information technology program or a similar academic program.

## ARTICLE VIII - AMENDMENTS

Amendments or revisions to these Bylaws may be made by a two-thirds majority of the voting membership. The vote may be taken by electronic methods or at a regular scheduled TASSCC meeting, or at a special TASSCC meeting called by the Board of Directors for this purpose. The membership shall receive a minimum 14 day notice and copies of the amendments proposed prior to a scheduled vote on amendments.

Reviewed and Affirmed: November 2013

Finalized: September 2006

Created: June 2005

## ARTICLE IX - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any statutes applicable to this organization.