



Texas TRIO Association, Inc.

Constitution

Adopted March 2005 – Marble Falls, TX
Amended March 2009 – Fort Worth, TX
Amended November 2011 – Oklahoma City, OK
Amended November 2015 – Albuquerque, NM
Amended November 2017 – Baton Rouge, LA

ARTICLE I – NAME

The name of this Association shall be the TEXAS TRIO ASSOCIATION, Inc.

ARTICLE II – PURPOSE

The purpose of the Association shall be to serve as a professional clearinghouse; a service organization; and a cooperative agency for the professional personnel and related individuals regardless of gender, race, national origin, color, disability, age or creed by:

1. Promoting professional competency, efficiency and a professional constituency in broadening the accessibility of participants of student assistance programs to postsecondary education;
2. Participating in ethical efforts geared to guarantee its constituents those rights, privileges, and benefits afforded all members;
3. Enhancing awareness of the obstacles encountered by students with limited English-speaking ability, physical handicaps, and educational, cultural and economic disadvantages;
4. Promoting the total development and acquisition of resources for improvement of all participants;
5. Presenting recommendations to elected officials who impact legislation to support budgetary and other resources necessary for the planning and accomplishing of programmatic goals;
6. Encouraging research and development of skills directly related to problems of student participants through workshops, seminars, conferences, and other related activities; and maintaining open lines of communication among the following:
 - a. Program participants;
 - b. Personnel of member colleges;
 - c. Host institutions/agencies;
 - d. Community and business organizations, parents of participants, target schools, and professional associations on the local, state, regional and national levels;
 - e. The U.S. Department of Education; and
 - f. Other programs/projects serving educational needs of student participants.



Article III – THE ASSOCIATION

Section 1: Non-Profit

- 1.01 The Association shall be duly constituted as a Non-Profit Corporation, under the laws of the State of Texas and will always maintain and conduct its business so as not to be in conflict with or in violation of any provisions of the Non-Profit Corporation Act or any provisions of the Internal Revenue Code Section 501(c)(3), which governs Non-Profit Corporations.

Section 2: Other Associations

- 2.01 The Association shall have the right to affiliate with other organizations with similar purposes.

Section 3: Activities

- 3.01 The Association shall not carry on activities prohibited by any organization exempt from Federal Income Tax.

Section 4: Power of Attorney

- 4.01 The Association shall have the power to manage, invest, and secure payments; to sell, rent or lease property necessary to achieve the previously stated purposes.

Section 5: Fiscal Year

- 5.01 The Association's Fiscal Year shall begin March 1 each year.

Section 6: Authority

- 6.01 The supreme authority of the Association shall be held by a quorum of the active membership established within a General Assembly.

ARTICLE IV – MEMBERSHIP

Section 1: Eligibility

- 1.01 Active members of the Association shall be persons engaged in the general operation of a federally grant funded Student Assistance Program.

Section 2: Categories

- 2.01 Membership in the Association shall be Active, Student and Honorary.



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- A. Honorary membership shall be available to any appropriate individual, business, industry, foundation or other organization whose goals and interests prompt them to make a \$500 contribution in either general support of the Association or support to special projects of the Executive Board. Honorary members may also be defined as any retired TRIO professional or a former TRIO professional that no longer works within a student assistance program. These individuals may make an annual \$15 contribution for annual honorary membership. Honorary members are to receive such recognition as may be deemed appropriate by the Executive Board. Honorary members are entitled voice but do not vote in the Association.
- 2.02 Active membership shall be limited to professional personnel who may hold office and vote.
- 2.03 Student and Honorary members may not hold office or vote.
 - A. Annual dues for Active members shall be \$40.00. Five dollars (\$5.00) of this will be designated as a contribution to the Council for Opportunity in Education, Inc. (COE). This contribution will continue as long as COE is in existence. Five dollars (\$5.00) will be allocated for Student Scholarship and five dollars (\$5.00) will be allocated for the State Marketing Initiative for the annual COE Policy Seminar.
- 2.04 All categories of membership may serve on standing and ad hoc committees.
- 2.05 Annual dues for honorary members shall be \$15.00 for retired or no longer employed TRIO professionals and \$5.00 for students. All annual dues for honorary membership will be designated to the TX TRIO Scholarship fund.

ARTICLE V – OFFICERS

Section 1: Officers

- 1.01 The officers of the Association shall be President, President-Elect, Immediate Past-President, Secretary, Treasurer, North Zone Representative, and South Zone Representative.
- 1.02 Voting representatives to the Southwest Association of Student Assistance Programs, Inc. (SWASAP) Board of Directors shall be the President, President-Elect, and the North and South Zone Representatives.
- 1.03 All officers must be Active members of the Association, as stated in Article IV, Section 1.01 hereof.
- 1.04 If any elected officer should terminate employment in a federally grant funded Student Assistance Program, that person no longer is an active member of the



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Association as defined in Article IV, Section 1.01 hereof; therefore, that individual must immediately notify the Board by submitting a written resignation.

Section 2: Terms of Office

- 2.01 The term of office of all elected officials shall begin on the first day of the month following the end of the annual meeting of the Association.
- 2.02 The Secretary shall be a two-year term and will be elected in odd years. The Treasurer position will be elected for a two-year term in even number years. The North and South Zone Representatives shall be elected for two-year terms, also on alternate years.
- 2.03 The office of President-Elect requires a three (3) year commitment:
 - 1 1st year as President-Elect
 - 2 2nd year as President, and
 - 3 3rd year as Immediate Past-President.
- 2.04 No Executive Board member may serve more than two (2) elected & consecutive terms in any one office.

Section 3: Election of Officers

- 3.01 The President shall direct the Nomination and Elections Committee to solicit candidates for each office for submission to the membership at the meeting of the General Assembly during the annual conference.
- 3.02 Nominations from the floor may be offered, with prior approval from the nominee, if the President opens the floor for nominations.
- 3.03 To be eligible for any office listed in Article V, Section 1.01, a person must have at least two consecutive years as an Active Member of the Association prior to being nominated. A person must have at least three consecutive years as an Active Member to be eligible for President-Elect.
- 3.04 No member shall be allowed to run for office if the Board determines that either it or the Association has taken any form of disciplinary action causing the person in question to be removed from any project, committee or office in the past. This person will be deemed “ineligible” for nomination. The Board reserves the right to reinstate eligibility at its discretion.

ARTICLE VI – MEETINGS

Section 1: Biannual Meeting of the Membership



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- 1.01 The General Assembly of the Association shall meet in regular sessions biannually at the annual SWASAP Regional Conference and at the annual State Conference as designated by the Executive Board. All such meetings shall be announced via mail and/or by electronic format to all members at least thirty (30) days in advance.
- 1.02 Members of the Association may not vote by proxy at the General Assembly of the Association.

Section 2: Special

- 2.01 The General Assembly of this Association may be called into Special Session by the Executive Board or by a signed petition of one-fourth (1/4) of the voting membership. All such special meetings shall be announced via mail and/or by electronic format to all members at least thirty (30) days in advance.

Section 3: Postpone

- 3.01 A regular meeting of the General Assembly may be postponed by a notice signed by the Executive Board or by a petition signed by one-third (1/3) of the voting membership.

Section 4: Executive Board

- 4.01 The Executive Board shall meet quarterly every year, in coordination with the SWASAP Executive Board scheduled meetings, and during the State Conference. All meetings shall be announced via mail and/or by electronic format at least thirty (30) days in advance. If necessary, meeting times can be changed with sufficient notice to the Board.
- 4.02 Any member of the Board may vote at any Board meeting by proxy. Proxies shall be in writing in a form prescribed by the Board and shall be revocable at the pleasure of the Board member executing the same in writing or in person. Proxies shall be delivered to the Secretary before the meeting is called to order.
- 4.03 The Executive Board shall be called into regular sessions by the President. All Board meetings shall be announced via mail and/or by electronic format to all Board members at least thirty (30) days in advance.

ARTICLE VII – QUORUM

Section 1: General Assembly

- 1.01 A quorum for a regular meeting shall be a simple majority (1 person greater than 50%) of those Active members who are registered at the corresponding conference during which the meeting is being held.



Section 2: Executive Board

- 2.01 A quorum must be present at any Executive Board meeting at which business is to be transacted or a vote committing the Association to any proposal or action.

Section 3: Quorum

- 3.01 A quorum must be present at any meeting at which business is to be transacted or a vote taken committing the Association to any proposal or action.

ARTICLE VIII – AMENDING THE CONSTITUTION

Section 1: Proposal of Amendments

- 1.01 Proposals to amend the Constitution may be initiated by the Executive Board, by recommendation of a special committee, or by any one Active member.
- 1.02 If a proposal to amend is initiated by an individual member, it shall be accompanied by a petition signed by one-fourth (1/4) of the Active membership.
- 1.03 The Secretary shall distribute via mail and/or by electronic format the proposed amendment(s) to all Active members at least thirty (30) days before expected action.

Section 2: Voting on Proposed Amendments

- 2.01 This Constitution may be amended by a duly called meeting of the General Assembly by a two-thirds (2/3) affirmative vote of the Active members present.
- 2.02 When used, ballots will be tabulated by the President, and ratified by the Executive Board.

ARTICLE IX – INDEMNIFICATION

Section 1: Indemnification of the Officers

- 1.01 The Board may indemnify each of its officers, as described in Article V, Section 1.01 hereof, for the defense of civil or criminal actions or proceedings due to the individual's position with the Association, in a manner to the extent permitted by applicable law.
- 1.02 The Association shall not indemnify an Officer, as described in Article V, Section 1.01 hereof, if the individual is determined liable to the Association.

ARTICLE X – DISSOLUTION OR FINAL LIQUIDATION



Section 1: Distribution of Assets

- 1.01 Upon dissolution or final liquidation, TEXAS TRIO, Inc. shall pay or make provisions to pay all debts, obligations, and liabilities.
- 1.02 Provisions shall be made to distribute all remaining assets to one or both of the following as determined by the Executive Board.
 1. A non-profit organization created to succeed TEXAS TRIO, Inc. as long as such organization qualifies as exempt from federal income taxation.
 2. A non-profit organization having a similar mission as TEXAS TRIO, Inc. and as such organization qualifies as exempt from federal income taxation.