



ARTICLES OF ORGANIZATION
OF
MISSION GRANBURY'S AUXILIARY
"FRIENDS OF MISSION GRANBURY"
(Draft - Updated 9/26/06)

ARTICLE I - NAME

Section 1-1

The name of this organization is "Friends of Mission Granbury," hereinafter referred to as the "Auxiliary." Mission Granbury, Inc., hereinafter referred to as "Mission Granbury," is located at 1310 Weatherford Hwy., Granbury, TX 76048. The community of Hood County shall hereinafter be referred to as "the community."

ARTICLE II - PURPOSES

Section 2-1

These Articles of Organization are intended to provide the Auxiliary with a form of organization appropriate for effective support of Mission Granbury and for the accomplishments of their particular purposes.

It is the purpose of the Auxiliary, consistent with these articles, to assist Mission Granbury in connection with a particular part or the entire program carried on at Mission Granbury and, in cooperation with the Mission Granbury's Board of Directors, hereinafter referred to as "the Board" in connection with all of Mission Granbury's activities in the community.

Section 2-2

The Auxiliary is not independent of Mission Granbury. It is part of it, created by act of the duly appointed president of the Board,

Mission Granbury is the legal entity charged with the responsibility for the conduct of Mission Granbury's affairs in the community. The Auxiliary is responsible to Mission Granbury. The Auxiliary is neither a separate legal entity nor an organization with executive or administrative authority.

ARTICLE III - MEMBERSHIP

Section 3-1

The membership of the Auxiliary shall consist of the following:

(A) Ex officio members:

- (i) The Board Representative, hereinafter referred to as the "Representative," is a Mission Granbury officer designated by the Board president. Her primary responsibility is to act as liaison between the Board and the Auxiliary. It is the duty of the Representative to explain the policies and procedures.
- (ii) Other officers in addition to the Representative are provided for in these Articles of Organization for ex officio membership. As a rule these officers will be directors of specific programs or will carry administrative responsibility for oversight of operations in the community. The function of such members is to inform the Auxiliary concerning specific services under their jurisdiction and also contribute to discussions concerning the advancement of all of Mission Granbury's programs in the community.

(B) Regular members:

Outstanding non-staff members in the community not employed by Mission Granbury, who by their influence or activity can further the work of Mission Granbury and who are recommended by the membership committee and accepted by the executive committee, may be members. The number of members shall be unlimited.

Section 3-2

The Auxiliary may establish two or more, not to exceed four, classifications of membership, such as, but not limited to, active, supporting, sponsoring, and contributing.

Such classifications may differ as to qualifications, right to vote and terms of membership.

Section 3-3

Unless otherwise provided by the Auxiliary, all members shall be entitled to vote and shall have indefinite terms of membership.

Section 3-4

Any member may resign by giving written notice of her resignation to the president. A member is subject to removal at any meeting of the executive committee by a majority vote of the executive committee by delivery of written notice of the removal to the president or secretary. The president or secretary, as the case may be, shall notify a member of her removal.

ARTICLE IV - MEETINGS

Section 4-1

Each member shall be notified in writing of the date, time and place of all meetings at least seven days prior to the scheduled date of the meeting; e.g., by e-mail, mailing of minutes, or letter from the secretary.

Section 4-2

No meeting of the Auxiliary, including committee meetings, shall be deemed properly convened without the presence of the Representative, or an alternate designated by her. The alternate will, in most cases, be a Board member.

Section 4-3

Regular monthly or quarterly meetings must be conducted.

Section 4-4

Special meetings of the Auxiliary shall be called by the secretary on the written request of the president or the Representative or ten percent of the membership, but not less than three, of the members of the Auxiliary entitled to vote.

Section 4-5

The date of the annual business meeting of the Auxiliary for the election of officers and for such other business as may properly come before the meeting will be decided by the executive committee in conference with the Representative.

Section 4-6

At all regular meetings one-fourth of all members entitled to vote shall be necessary and sufficient to constitute a quorum for the transaction of business. The act of a majority of the members entitled to vote and present at a meeting having a quorum shall be the act of the Auxiliary.

Section 4-7

If three (3) consecutive meetings are missed, a member will be considered to have resigned their membership, and the president or secretary, as the case may be, shall notify the member is her/his removal.

Section 4-8

The order of business at any meeting, unless waived by the executive committee, shall be:

- Call to order
- Invocation
- Reading of minutes
- Reading of treasurer's report
- Committee reports
- Unfinished business
- New business
- Adjournment

Matters of policy and action taken by the executive committee are presented for approval at the regular meetings of the Auxiliary.

ARTICLE V - OFFICERS

Section 5-1

The officers shall be president, 1st vice-president, 2nd vice-president, 3rd vice-president, 4th vice-president, a secretary, a treasurer, a treasurer/elect, and such other officers as may be authorized by resolution of the Auxiliary. The officers shall be elected at the annual business meeting to serve without compensation until the date of the next annual business meeting or until the date their successors are elected, whichever is later. The officers are eligible to succeed themselves; provided, however, that no person may

hold the same office for more than three consecutive one-year terms or two consecutive two-year terms.

An officer may resign by submitting her resignation in writing to either the president or secretary. The officers are subject to removal at any meeting of the Auxiliary by an affirmative vote of two-thirds of all of the members of the Auxiliary or at any time by the Board by delivery of written notice of the removal to the president or secretary. The president or secretary, as the case may be, shall notify an officer of her/his removal.

Nominees to vacancies in any office shall be proposed by the nominating committee for the unexpired term and presented to the Auxiliary for the approval at its next regular meeting or at a special meeting called for that purpose.

Section 5-2

The officers shall perform the duties usually associated with their respective offices, including the following:

- (A) The president shall preside at all meetings of the Auxiliary and the executive committee and shall be a member *ex officio* of all committees except the nominating committee. The president may designate another officer as a member *ex officio* of one or more of such committees in her stead.
- (B) The 1st vice-president shall assist the president and perform the duties of the president in the latter's absence. The 1st vice-president shall also be chairperson of the nominations committee and the membership committee.
- (C) The 2nd vice-president shall be chairperson of fund-raising activities.
- (D) The 3rd vice-president shall be chairperson of publicity and community relations.
- (E) The 4th vice-president shall be chairperson of hospitality.
- (F) The secretary shall give notice to members of the executive committee of all meetings of the executive committee, and to members of the Auxiliary of all meetings of the Auxiliary; she/he shall attend and keep records of all meetings of the Auxiliary and the executive committee; and she/he shall transmit copies of the minutes to the membership, and through the Representative, to the Board. In the event of the secretary's absence from any meeting of the Auxiliary or the executive committee, the president shall designate another member to act as secretary.
- (G) The treasurer shall be responsible for all Auxiliary financial matters, and shall coordinate with Mission Granbury's Executive Director for deposits and

disbursements in accordance with Mission Granbury financial policies and procedures. All funds shall be designated as Auxiliary Funds and a separate Auxiliary accounting report will be provided to the Auxiliary by Mission Granbury's LPA.

All funds raised by the Auxiliary are Mission Granbury monies, and their expenditure shall be consistent with existing Mission Granbury fiscal policies and practices concerning their use. The Representative shall be responsible to inform and advise the treasurer regarding applicable Mission Granbury fiscal policies and practices. The maximum expenditure to be made without prior approval shall be established by the Board.

ARTICLE VI - COMMITTEES

Section 6-1

There shall be 7 (seven) standing committees of the Auxiliary: executive committee, nominating committee, membership committee, finance committee, fundraising committee, publicity committee/community relations committee, and hospitality committee. Special committees may be designated from time to time pursuant to resolutions of the Auxiliary.

Section 6-2

The number of members of each committee, other than the nominating committee, shall be fixed by the Auxiliary; provided, however, that the executive committee shall have not less than five members nor more than one-third of the total members of the Auxiliary. The membership of the executive committee shall consist of the elected officers, the chairmen of the standing committees and the Representative. During the period of preparation for a special event, the chairman/co-chairman of that event shall be a non-voting member of the executive committee.

The members of the ad hoc committees will be appointed by the new president in consultation with the Representative to serve until there is no longer a purpose for the committee or until the next annual meeting. The nominating committee shall have six members, three of whom shall be the 1st vice-president, the 3rd vice-president, and the Treasurer, and two of whom shall be members of the Auxiliary appointed by the president and one of whom shall be the Representative.

A member of a committee may be reappointed. The president and the Representative shall be members ex officio of all committees, except that the president shall not be a

member of the nominating committee.

Section 6-3

The president and secretary of the Auxiliary shall be the chairman and secretary of the executive committee. The chairman of each committee will report at each regular meeting of the Auxiliary on all matters considered by the committee since the last regular or annual meeting.

Section 6-4

Committee meetings may be called by the president, the Representative, the chairman of the committee or any three members of the committee by giving at least two days' notice of the date, time and place of the meeting to all members of the committee. Notice of any meeting of a committee may be waived by a member either before or after the meeting is called. A majority of all members of a committee shall constitute a quorum for the transaction of business. In the case of the executive committee and the nominating committee, the Representative, or an alternate designated by her, is necessary for a quorum. The act of a majority of the members present at a meeting at which there is a quorum shall be the act of the committee.

Section 6-5

All standing committees shall work through the Representative to coordinate all projects with the Board. The responsibilities of the standing committees are as follows:

- (A) Executive Committee: To consider all business requiring attention during the intervals between meetings of the Auxiliary.
- (B) Nominating Committee: To consider and propose to the Auxiliary nominees for officers of the Auxiliary. Nominees for regular elections will be submitted at the annual business meeting. Nominees to fill vacancies occurring between annual meetings will be submitted at the next regular meeting of the Auxiliary.
- (C) Membership Committee: To obtain new members; to act upon applications for membership; to arrange for the issuance of a membership card or verification to each member; and to encourage active support of the Auxiliary and of Mission Granbury, by existing members.
- (D) Finance Committee: Shall be headed by the Treasurer and will recommend to the Auxiliary, subject to the notification of the Board, means for raising the necessary funds, and to prepare a preliminary budget for the Auxiliary.

- (E) Fundraising Committee: Shall be chaired by the 2nd Vice President and will conduct fundraising activities to support Auxiliary projects in coordination with Board fundraising and marketing committees.
- (F) Publicity/Community Relations Committee: Shall be headed by the 3rd vice-president and shall consider and recommend to the Auxiliary methods and projects for publicizing the work of the Auxiliary and promoting community awareness of Mission Granbury's programs and services.
- (G) Hospitality Committee: Shall serve as hosts/hostesses during Board and Auxiliary programs and events. The committee shall provide a member-friendly experience during new Auxiliary member orientation and provide feedback to the Representative regarding new attendees' first time meeting experience and concerns. The committee shall also maintain a calendar of all Auxiliary events.
- (H) Need may arise, in connection with additional or unusual programs conducted by Mission Granbury in the community, for additional ad hoc committees to supplement the standing committees.

Section 6-6

All records of the auxiliary are to be retained permanently by the Representative.

ARTICLE VII - FINANCES

Section 7-1

The dues to be paid by members of the Auxiliary shall be fixed from time to time by the Auxiliary with the approval of the Representative.

Section 7-2

Dues paid by members and all other funds raised by the Auxiliary shall be deposited and disbursed as provided in Section 5-2(b).

Section 7-3

The financial records of the Auxiliary shall be subject to audit annually by the official auditor of Mission Granbury.

Section 7-4

Neither the Auxiliary nor any officer or committee, has the power or is authorized (i) to own or hold title to property of any kind for any purpose, all property real or personal, devoted to or received for the benefit of Mission Granbury being owned by Mission Granbury; (ii) to sell

or otherwise dispose of any property of Mission Granbury or to invest any funds intended for use in Mission Granbury activities; (iii) to accept, execute or deliver any document in the name of or in behalf of Mission Granbury except as expressly authorized in writing by Mission Granbury, such documents, including those relating to litigation, gifts, bequests or contracts, being required to be transmitted to Mission Granbury, through the Representative, for appropriate action; (iv) to sell donated items designated for free distribution by Mission Granbury.

Section 7-5

All financial statements by the Auxiliary to the public, to a funding body or fund appeal, in connection with a local report, shall, after approval by the Board, be signed by the president and treasurer and released.

ARTICLE VIII - POLICIES & PROCEDURES

Section 8-1

The Auxiliary will adopt no policies or procedures that conflict with Mission Granbury policies and procedures. Additionally, subsequent to orientation, Auxiliary members will be expected to abide by the codes of confidentiality and ethics that have been set by Mission Granbury.

ARTICLE IX - RECOGNITION - IDENTIFICATION

Section 9-1

An approved Auxiliary Award of Excellence may be presented to an outstanding member of at least two years whose influence in community life, support of Mission Granbury endeavors, and leadership qualities are of the highest caliber and reflect the spirit and service of Mission Granbury.

The Representative and president of the Auxiliary may recommend this honor to be endorsed by the Board Executive Committee.

Section 9-2

The official membership card should be presented to each new member.

Section 9-3

The official emblem of Mission Granbury's Auxiliary should be on all forms of recognition

(e.g., plaques, certificates, auxiliary letterhead, membership roster, etc.)

ARTICLE X - MISCELLANEOUS

Article 10-1

These articles are subject to revision from time to time by the Board.