

BYLAWS
of the
MILITARY OFFICERS ASSOCIATION OF AMERICA
GREATER DALLAS AND NORTH TEXAS CHAPTER
SCHOLARSHIP FUND (the “Fund”)

Article I – Definitions

The Fund is an unincorporated nonprofit tax-exempt association under section 501(c)(3) of the Internal Revenue Code. The Military Officers Association of America Greater Dallas and North Texas Chapter (hereinafter the “Chapter”) is a Texas non-profit corporation exempt from taxation under section 501(c)(4) of the Internal Revenue Code.

Article II – Purposes, Powers, and Limitations

The Fund’s purposes, powers, and limitations on actions and dissolution are stated in the Fund’s Articles of Association.

Article III – Scholarship Recipient Selection and Administrative Procedures

Section 1. Eligibility Criteria.

(a) Scholarship candidates must be senior students in good standing enrolled at a secondary school within the geographic area from which the Chapter’s membership is drawn.

(b) In addition, scholarship candidates must meet the eligibility requirements of the MOAA Leadership Medal, except to the extent those requirements conflict with subparagraph (a) above.

Section 2. Selection Criteria. The members shall select at a time during the first five months of each year, if possible, candidates to receive scholarship awards. This authority and duty shall not be delegated to a committee. Candidates who are otherwise qualified will be selected on the basis of (a) scholastic ability and potential; (b) military training performance and leadership; (c) character and personal qualities; and (d) aspirations for military service.

Section 3. Scholarship Terms.

(a) Any unused portion of a granted Scholarship shall become null and void four years after the June 30 next following the date of grant.

(b) Scholarships shall be valid only for tuition and fees.

(c) Scholarships shall only be payable by the Fund directly to an accredited college-level educational institution requested by the Scholarship recipient. Such institution shall be requested by the Fund to refund any overpayment directly to the Fund so that Scholarship funds are always transmitted directly between the Fund and the designated educational institution and are never remitted to the Scholarship recipient.

(d) The Fund shall obtain from each Scholarship recipient, at the time use of such recipient's Scholarship is requested, the following information: (1) address of the accredited educational institution to which payment of the Scholarship is to be sent, (2) the Scholarship recipient's Student ID number, and (3) the address of the Student at such institution to which confirmation of payment may be sent.

Article IV – Membership & Meetings

Section 1. Members. The Fund shall have three or more members determined as provided in the Fund's Articles of Association.

Section 2. General Authority. The members shall manage, supervise and control the business, property, and affairs of the Fund and shall implement the purposes of the Fund stated in the Articles of Association.

Section 3. Meetings. Meetings of the members shall be held as called from time to time by the chairman, or by three or one-third of the members, whichever is less. Notice of each meeting shall be sent to each member at least seven calendar days prior to the meeting. Minutes of each meeting shall be kept. *Roberts Rules of Order Newly Revised* shall govern all meetings of members in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the members may adopt. A meeting shall be duly held, if called in accordance with these Bylaws, notice is given as required by these Bylaws, and a quorum is present and acting. All matters to be brought before a meeting duly called and held shall be decided by majority vote of the members present, except for matters specifically requiring the affirmative vote of a majority of all of the members.

Section 4. Waiver of Notice. Notice of a meeting is not required to be given to a member, or member of a committee, if the person entitled to notice signs a written waiver of notice of the meeting, regardless of whether the waiver is signed before or after the time of the meeting. If a person entitled to notice attends a meeting, such presence waives notice thereof, unless the person participates in, or attends the meeting solely to object to the transaction of business at the meeting solely to object to the transaction of business at the meeting on the ground that the meeting was not lawfully called or convened.

Section 5. Quorum. Three members shall constitute a quorum capable of transacting any business that may come before a meeting of members, except for matters requiring the affirmative vote of a majority of all members, in which case a majority of all of the members is required for a quorum.

Section 6. Action without a meeting. The members may take action without a meeting if each member entitled to vote on the action signs a written consent or consents stating the action taken.

Section 7. No Compensation. Members shall not receive any compensation for their services as members. The members may authorize reimbursement by the Fund of members' reasonable and necessary expenses incident to their duties as members of the Fund. No member with a financial interest in any such decision shall vote with respect to such authorization, but such member, if present, shall be counted as part of a quorum.

Article VI – Officers

Section 1. Designation of Officers. The Fund shall have three officers, a Chairman, a Secretary and a Treasurer.

Section 2. Chairman. The Chairman shall be the person designated as Chairman of the Scholarship Committee of the Chapter. The Chairman shall preside at all meetings of the members of the Fund and shall be the chief executive officer of the Fund. The Chairman shall notify in writing, with copy to the Treasurer, recipients of scholarships of their award and the terms of such scholarship.

Section 3. Secretary. The Secretary shall be elected by the members and shall keep the minutes of meetings of members of the Fund and give notices thereof.

Section 4. Treasurer. The Treasurer shall be the person serving as Treasurer of the Chapter. He shall keep correct and complete books and records of account of the Fund and retain them for a period of at least four years after the end of the fiscal year to which they pertain and shall make the books and records available upon request of any member for inspection and copying.

Article VII – Committees

Section 1. Committees. The Chairman may create such committees as he deems advisable, which shall serve at his pleasure, and further he may define their duties. Such committees shall be comprised of two or more members. No committee member shall serve beyond the term of office of the Chairman who made his appointment.

Section 2. Ex-Officio Member of Committees. The Chairman shall be a member, ex-officio, of all committees, but will not be counted in determining a quorum thereof.

Section 3. Committee Procedures. Each committee shall elect from its members a chairman, who shall preside at committee meetings, and a secretary who shall keep the minutes thereof. Each committee may determine its own rules for procedure.

Article VIII – Fiscal Year

The fiscal year of the Fund shall begin on January 1 and end on December 31.


Article IX – Amendments to Bylaws

These Bylaws may be amended or repealed, in whole or in part, by a two-thirds vote of all of the Fund's members at a meeting thereof duly called and held, with a copy of all proposed changes to these articles included with the notice of meeting sent at least seven days prior to such meeting, or, alternatively, by unanimous written consent of the members. An amendment so adopted shall be effective immediately, unless an effective date is specifically adopted at the time the amendment is adopted.

These Bylaws are hereby adopted as of **this 15th day of April 2023**, at Dallas, Texas, by all the members of the Fund.



Lyle Metzler, Chairman



James Bass, Chapter President & Ex-Officio Member



Michael Tinsley, Treasurer & Ex-Officio Member