

BYLAWS OF THE TCUL TECHNOLOGY COUNCIL

Article I - Name

1. The name of this organization shall be the TCUL Technology Council, herein referred to as the Council or TTC.

Article II - Office

1. The principal office of the TTC shall be located within the facilities of TCUL, Dallas, TX.

Article III - Mission Statement

1. The TCUL Technology Council is dedicated to the fundamental purpose of being the foremost credit union association of and for Texas technology professionals by:
 - providing a forum for the exchange, discussion, and education of the newest technologies to participating members.
 - serving as a comprehensive resource in the area of Texas credit union technology issues.
 - exposing improved credit union services to its members.
 - providing leadership in Texas credit union technology.
 - interfacing and complimenting the work of the CUNA Technology Council

Article IV - Membership

1. Members of the organization must be paid staff members or volunteers with technology responsibility from credit union and organizations affiliated with TCUL and international credit unions or organizations affiliated with WOCCU (World Council of Credit Unions.)
2. Paid staff need not be full-time staff, nor do they need to be the chief technology officers of the affiliated credit union or organization. CEOs or other executives with technology roles also may be members.
3. This is state association, only credit unions that are members or associate members of the Texas Credit Union League throughout the State of Texas may join. On a case by case basis, non-voting membership may be allowed from non-member credit unions or out-of-state credit unions.

Article V - Council Executive Committee and Terms of Committee

1. TTC will have a three member Executive Committee elected by the organization's members.
2. A League staff member will be a non-voting advisory board member of the Executive Committee. This appointment will be decided by Texas Credit Union League management in the best interest of the council.
3. Executive Committee members must be TTC members with technology as their primary staff responsibility.
4. TTC members will elect members to the Executive Committee in an annual ballot election (See Article VII, Nominating and Elections.).
5. Only one member per credit union or organization may serve on the Executive Committee at the same time.
6. Executive Committee terms run for three years and will be staggered.
7. Terms run from one Annual Meeting through the next year's annual meeting with elected Executive Committee

members taking office following the last meeting of the current TTC Executive Committee or at the close of the Conference. Each committee member will serve until a successor is elected or appointed.

8. No individual may serve more than six consecutive years. Individuals serving for two consecutive three-year terms must wait at least one year before standing for election. Individuals serving two consecutive three-year terms may not be appointed by the chair to fill an unexpired term.
9. At the first meeting of the TTC Executive Committee each year, Executive Committee members will elect a chair, co-chair, and secretary/treasurer.
10. The Executive Committee shall meet no less than twice yearly, including once at the annual meeting. Other meeting(s) shall take place at a time and place as determined by the Executive Committee.
11. The chair will appoint committee chairs to do work for the good of the organization. Committee members must be TTC members, but need not be Executive Committee members. The committee chair will appoint their committee members, pending Executive Committee Chair approval.
12. In the event a vacancy exists on the Executive Committee, the Chair may appoint an individual to fill the vacant seat. That individual will complete the un-expired term of the person he or she replaces, then stand for election during the next regularly scheduled election.
13. The unexcused absence of an Executive Committee member for two consecutive meetings shall constitute voluntary resignation and the chair may appoint an individual to fill the seat until the next election.
14. In the event an Executive Committee member changes credit unions during his or her term, the member retains his or her seat as long as the employing credit union organization supports the member's committee obligations and is affiliated.
15. If an Executive Committee member's responsibilities change during his or her term such that the member is no longer devoted primarily to the technology discipline, he or she may be asked to resign at the discretion of the remaining Executive Committee.
16. An Executive Committee member leaving the employment of the credit union shall constitute an immediate resignation at the discretion of the remaining Executive Committee.

Article VI - Executive Committee Officers

1. The first meeting of the Executive Committee each year shall be organizational in nature and held in conjunction with the Annual Meeting. At this meeting, the Committee shall elect a chair, co-chair, and secretary/treasurer. In addition, the Committee may conduct other business.
2. The initial Executive Committee will serve staggering term limits of three, two and one years.
3. The officers will serve until the next annual organization meeting. If an office becomes vacant, the chair may appoint an individual on the committee to serve until the next organizational meeting. If the chair becomes vacant, the secretary/treasurer will serve the unexpired term of the chair.
4. At the organizational meeting, the Chair will appoint committee chairs as appropriate.
5. A quorum constitutes two-thirds of the executive committee.

Article VII - Executive Committee Nominations and Elections

1. The chair and members of the Nominating Committee will be composed of members not standing for the election

- for which they are nominating candidates.
2. The Nominating Committee will accept nominations and recruit individuals to stand for election to serve on the Executive Committee.
 3. An individual expressing an interest to serve on the Executive Committee must:
 - be a TTC member in good standing;
 - be a credit union employee with primarily technology responsibilities;
 - be willing and able to serve a full three-year term;
 - be willing and able to attend no less than two Executive meetings yearly;
 - be willing and able to spend at least 50 hours or more per year on volunteer TTC work;
 - and have the support of his or her employer to fully participate in required TTC Executive Committee requirements;
 - be a League affiliated credit union volunteer with the technological expertise.
 4. No more than one member per credit union may serve on the Executive Committee.
 5. The Nominating Committee will attempt to nominate more candidates than there are committee seats available.
 6. In the event an interested member is not nominated, his/her name can be listed on the ballot by submitting a petition containing signatures of at least 10% of the TTC membership. The petition must be submitted at least two weeks prior to the announced ballot distribution date. That candidacy - once qualified - will be treated the same as any other candidacy.
 7. Nominating Committee members will seek to nominate individuals who:
 - have a demonstrated understanding of the credit union technology;
 - are representative of TTC members and their professional interests;
 - have evidence in their resume of contributions to the credit union movement outside of their responsibility to the employing credit union.
 8. Each individual interested in serving on the Executive Committee must submit a resume, a cover letter indicating his or her qualifications, and a 100-word statement of intent for inclusion in the ballot.
 9. Each individual applying to the Nominating Committee for service on the Executive Committee must be interviewed by at least two nominating committee members (in person or by phone.)
 10. The call for applications will be sent to the members annually, with applications due to the Nominating Committee within 30 days of the announcement date.
 11. The Nominating Committee will report its nominations to the Executive Committee in early July. Ballots will be emailed to TTC members in early August and due for tallying within two weeks of the distribution date.
 12. New Executive Committee members are installed at the Annual Meeting each year. The Executive Committee reserves the right to adjust election deadlines to accommodate changes to the conference date.

Article VIII - The Election Process

1. Ballots will list candidates in an order determined by the drawing of lots and will contain the candidate's 100-word resume/summary. All incumbents will be clearly identified with their statements, and will be identified on the actual ballot. Ballots will ask for the name, credit union and signature of the TTC member.
2. Ballots that have votes for more than the maximum number of open seats will be disqualified.

3. Completed ballots will be sent to TCUL headquarters where staff will validate and count the ballots. Staff will call the Chair of the Nominating Committee with the results, who will then share them with the Nominating Committee and Executive Committee in writing.
4. Ballots will be retained for six months and then destroyed.
5. It is the responsibility of the TTC Chair to inform candidates of the election results via email prior to public disclosure. New Executive Committee members will be briefed on committee responsibilities by the chair prior to the first committee meeting.

Article IX - Membership Dues and Finance

1. TTC membership dues shall be assessed annually on a calendar-year basis.
2. The annual dues shall be determined by the Executive Committee.
3. Fees for the annual conference and other TTC activities/products shall be established by the Executive Committee with guidance from Texas Credit Union League staff.
4. The organization will budget with a profit orientation.
5. Net income will be invested back into the organization.
6. A financial statement will be published quarterly and provided to members of the Executive Committee. Copies of the financial statement will be made available to TTC members upon request.

Article X - Annual Conference and Meetings

1. TTC will hold an Annual Meeting in conjunction with a TCUL Conference. At this meeting, members can express issues of concern and direct questions to the Executive Committee. During the first meeting of the newly-elected members, Executive Committee members will assume their seats and the committee will hold its organizational meeting to elect officers.
2. Notice of the conference and annual membership meeting will be emailed to each TTC member at least 30 days prior to the meeting.
3. A report on TTC operations and activities will be submitted at the annual meeting to the membership by the Chair of the Executive Committee and various subcommittee chairs as appropriate.
4. A quorum at any regular or special TTC meeting shall consist of 25 members or 10% of the membership, whichever is less.
5. All TTC membership meetings shall be conducted under parliamentary procedures laid down in Robert's Rules of Order, Newly Revised if not defined in the TTC bylaws.

Article XI - Staff Support

1. TCUL staff, under the direction of the staff liaison and director and the organization chair, will provide management support. Such management support may include marketing, facilitation and coordination of council activities, assisting with the elections, writing and editing publications, accounting, budgeting, expense control and maintenance of the directory and mailing lists.

2. The TCUL staff position with primary functional support for the organization will be filled after consulting with the TTC Chair.
3. Budget planning will be a joint exercise involving TCUL staff and the Executive Committee.

Article XII - Membership Communications

1. The Council will have a regular communiqué for all members.
2. Executive Committee members will assist in the editorial direction and content selection of all TTC communications.
3. The Council membership directory will be made available to members annually.

Article XIII - Amendment of Bylaws

1. Bylaw amendments may be moved during an annual membership meeting or during an Executive Committee meeting, subject to ratification at the following annual membership meeting.

Article XIV - Compensation for Services and Indemnifications

1. The Executive Committee members and members of the subcommittees they appoint serve without remuneration for their services or participation in TTC committees.
2. Based on due dollar availability, the Executive Committee members will be reimbursed for actual and reasonable expenses incurred in attending the annual TTC strategic planning meeting and special official functions that may be determined or directed by the Executive Committee. Executive Committee members will pay their own expenses to attend the annual meeting held in conjunction with the annual TTC Technology Summit.
3. TTC Conference registration fees for Executive Committee members will be determined in accordance with TTC's current budget.