

**MOTOROLA AUSTIN ALUMNI CLUB
CONSTITUTION**

ARTICLE 1 NAME AND SCOPE/TERRITORY

- 1.1 The name of this club shall be the MOTOROLA AUSTIN ALUMNI CLUB, referred to simply as the club.
- 1.2 The club membership may include any former Motorola employee regardless of whether or not they retired from Motorola, Freescale, NXP or a company that came afterwards.
- 1.3 The headquarters for the club shall be located in Austin, Texas.
- 1.4 The club executive committee will be available for development, aid and consultation to other Motorola retiree clubs.

ARTICLE 2 PURPOSE/OBJECTIVES

- 2.1 To serve as a continuing contact for former Motorola employees to one another (in particular long service employees, either active or retired).
- 2.2 To foster a continuing spirit of mutual assistance and long established Motorola team traditions.
- 2.3 To help all former Motorola employees maintain a meaningful and desirable identity with one another, the companies (such as Motorola, Freescale, NXP, etc.), and the involved professions.
- 2.4 To help advance the interest and welfare of all members of the Motorola and Freescale families.
- 2.5 To be of service when appropriate to the public and community.

ARTICLE 3 MEMBERSHIP

- 3.1 The Motorola Austin Alumni Club is an organization for the former employees of Motorola, Freescale Semiconductor, and possibly NXP.
- 3.2 A former Motorola or Freescale employee requesting membership must be at least 55 years of age and have a combined five (5) years of service, or by appeal to the executive committee. In other words, one does NOT have to be officially retired from either company.
- 3.3 Requests for membership must be made in writing, using the “Application for Membership” form.
- 3.4 Applications for membership which may be in question will be submitted to the executive committee for approval.
- 3.5 Associate membership may be granted to a member’s spouse, who may not have been employed by either company. They will have all rights of a regular member except the right to be an officer. This associate membership can continue upon the death of the Motorola or Freescale member.
- 3.6 Emeritus membership status may be granted by a unanimous vote of the executive committee for a former Motorola or Freescale employee who requests such status because of incapacitating illness.
 - 3.6.1 An Emeritus member shall pay no dues, but shall receive meeting notices, newsletters, etc.
- 3.7 Honorary membership for an ex-Motorola or Freescale employee may be accepted by a unanimous vote of the executive committee.

ARTICLE 4 OFFICERS

- 4.1 Officers of the club shall be elected at the last regular meeting before the end of the calendar year.

4.2 The officers of the club shall consist of:

President
President pro-tem
Vice-President
Secretary (*deleted Recording*)
Treasurer

4.3 The President, with the approval of the executive committee, may appoint an assistant for any or all officers.

4.4 The term of the officers shall be one year, or until a successor has been elected.

4.5 No officer shall hold the same office for more than two consecutive terms except as may be recommended by the executive committee and approved by the membership.

4.6 Vacancies between elections shall be filled by unanimous vote of the executive committee.

4.7 The outgoing President upon leaving office will automatically become President pro-tem.

4.8 In the event the outgoing President is unable to serve as President pro-tem, the incoming President, with the advice and consent of the executive committee, shall select and appoint an active President pro-tem.

4.9 In the event that the President and Vice-President are both absent, the President pro-tem will be called upon to conduct the regular meeting.

ARTICLE 5 EXECUTIVE COMMITTEE

5.1 The executive committee shall consist of the current elected officers, the President pro-tem, and any of the standing committee chairpersons the President deems necessary.

5.2 The purpose of the executive committee shall be to act on all matters for the benefit of the membership between regular meetings. Any action taken by this committee shall be reported

to the members at the next regular meeting for their information and/or approval.

- 5.3 The executive committee herein shall be considered the active Board of Directors. *Is this needed?*
- 5.4 The President shall preside as chairperson of the executive committee.
- 5.5 The executive committee shall meet at least once per calendar year, and at other times, on the call of the President.
- 5.6 A majority of the elected officers shall constitute a quorum.
- 5.7 The President may call a non-scheduled special meeting with notification of at least ten days before the meeting date.
- 5.8 The executive committee shall assure that the records of the Treasurer and Secretary are closed and audited annually and results presented at the following general meeting or not more than four months after an audit report is issued.

ARTICLE 6 STANDING COMMITTEES

- 6.1 The President soon after election shall with the advice and consent of the executive committee set up and appoint chairpersons of the following permanent standing committees of record:
 - a. Membership
 - b. Events (e.g., Picnic, Christmas Luncheon, etc.)
 - c. Program
 - d. Editor
 - e. Webmaster
- 6.2 DUTIES OF COMMITTEES
 - 6.2.1 Membership chairperson shall maintain or cause to be maintained a list of active members, addresses, and other details as may be decided by the officers.

- 6.2.2 Membership chairperson shall issue a current membership card upon receipt of the annual dues of the member.
- 6.2.3 The membership chairperson shall handle all sign-in attendance at each regular meeting.
- 6.3 The program chairperson has the responsibility of obtaining speakers or guests for each meeting as appropriate.
- 6.4 The Editor is to prepare a quarterly newsletter and distribute to all club members. Articles submitted by the membership are encouraged and appreciated.
- 6.5 The President may appoint other committees, which the president may find necessary and of a contributing nature such as:
 - a. Nominating
 - b. Constitution and By-Laws
 - c. Sun-Shine/visitation
 - d. Budget and Audit
 - e. Legislative
 - f. Volunteers/Community Service
 - g. Development
 - h. Environmental/Ecology/Technology/Society
 - i. Parliamentarian
 - k. Scholarship
 - l. Social/Recreational
 - m. Publicity/Photography

ARTICLE 7 AMENDMENTS

- 7.1 This constitution may be amended at a regular or special called meeting of the club by two-thirds affirmative vote of the members present, provided that the to-be-voted-upon amendment has been introduced to the membership at least ten days previous to the time of voting.

- 7.2 Amendments must be proposed in written form and distributed to the membership prior to introduction, consideration or formal meeting discussion. Amendments/revisions published in the newsletter shall constitute this written form.
- 7.3 The executive committee must consider and report upon any proposed amendments. Any amendment must be considered by the executive committee prior to presentation to the general club meeting along with its recommendations.

ARTICLE 8 CLUB DUES

- 8.1 Annual club dues shall be as determined by membership vote from time to time and will be due at the first general meeting of each year. For **new members** joining after the first quarter, dues may be prorated by quarter.
- 8.2 Lifetime memberships are hereby eliminated, but anyone formerly a lifetime member shall have a reduced annual rate.
- 8.3 Honorary members, at the discretion of and by unanimous vote of the executive committee, may be exempt from dues.
- 8.4 Special assessments must have affirmative vote of the majority membership.

ARTICLE 9 REGULAR MEETINGS

- 9.1 The number, places, dates, time of general meetings shall be voted upon by the executive committee.
- 9.2 A quorum must be at least 15% of the membership to take official action.
- 9.3 The quarterly newsletter will constitute a notice of all regular membership meetings.
- 9.4 The club administrative and fiscal year shall be the calendar year.

- 9.5 The regular meeting agenda will generally be:
- a. Open the meeting - Call to order
 - b. Introduction of new members, guests, visitors
 - c. Acceptance/correction of prior meeting minutes
 - d. Acceptance/correction of Treasurer's report
 - e. Committee reports as appropriate
 - f. Executive committee report as appropriate
 - g. Prior action items as necessary
 - h. New business and general discussion
 - i. Program
 - j. Close of meeting

ARTICLE 10 RULES OF ORDER

- 10.1 Roberts Rules of Order shall generally, at the discretion of the presiding officer, apply, but will strictly be adhered to for formal business.

Constitution Revision O reviewed and accepted by executive committee and approved at general club meeting of February 26, 1996.

Constitution Revision 1 reviewed and accepted by executive committee and approved at general club meeting of February 13, 2001. (Removed Corresponding Secretary office.)

Constitution Revision 2 reviewed and accepted by executive committee and approved at general club meeting of August 9, 2005. (Added Freescale employees as members, changed membership requirements to former employees 55 years old with 5 years of service instead of official retirees, changed from Association to club, and changed some of the committee names to be more in line with current practice.)

Constitution Revision 3 reviewed and accepted by executive committee and approved at general club meeting of May 10, 2016. (Changed the name to the Motorola Austin Alumni Club; changed the internal verbiage to be consistent with the real identity of the club and the corresponding name change; removed references to a not-for-profit organization; changed the terms of the lifetime membership.)

5/10/2016

Jim Binneboese

Date

President