

Cadet Corps Alumni Council (CCAC)

Bylaws — Proposed Member-Voting Redline

3 September 2026

Administrative Note

- Current Bylaw language is shown in normal black text.
- ~~Proposed language to be removed is shown in red text with strikethrough.~~
- **Proposed new language is shown in bold blue text.**
- *Reasoning for the proposed change is shown in blue italics.*

This voter-facing redline compares the current Bylaw language reflected in the 10 August 2026 redline source with the final proposed text. Intermediate review language has been removed so the document shows the current provisions and the final proposed changes directly.

Article I – Name

The name of this organization is the Cadet Corps Alumni Council (CCAC). ~~It~~ **The CCAC** is an ~~affiliated group~~ **independent nonprofit membership organization. The CCAC may collaborate with universities, military programs, alumni groups, and other organizations in furtherance of its mission, but its governance, finances, policies, and operations shall remain under the ~~Military Science Department sole authority of the University of Texas at Arlington.~~ **CCAC as provided in these Bylaws.****

Reasoning

The current wording ties CCAC too closely to the University of Texas at Arlington and could imply institutional control. The revision preserves the ability to work cooperatively with UTA or other institutions while clearly establishing CCAC as an independent organization with its own governance and operational authority. This supports nonprofit governance, future organizational growth, and reduced institutional dependency.

Article II – Mission

The mission of the CCAC is to ~~provide necessary support to~~ **cadet development, alumni engagement in furtherance of CCAC's charitable and educational mission, leadership development, scholarships, commemorative programs, and other charitable, educational, and mission-support activities consistent with the ~~Corps of Cadets and the Military Science Department purposes of the University of Texas at Arlington~~ **CCAC. The CCAC may support cadets, alumni, military science programs, and affiliated institutions, but shall do so as an independent organization acting in** ~~order to maintain a truly outstanding program to develop future leaders of the US Army~~ **accordance with its own mission, policies, and governing authority.****

Reasoning

The current mission is too narrow and is written as though CCAC exists primarily to serve one university department. The revision preserves support for cadets and military science programs while broadening the mission to encompass charitable, educational, alumni, leadership-development, scholarship, and commemorative activities. Alumni engagement is expressly tied to CCAC's charitable and educational mission so that it is treated as a means of advancing CCAC's exempt purposes rather than as a separate private-benefit purpose.

Article III – Membership

Membership in the CCAC is open to all persons who were members of the **Maverick Battalion, or its predecessor cadet corps or ROTC organizations**, for at least two semesters, including cadets enrolled through the host institution or through any college or university participating in the ROTC program hosted by the Maverick Battalion; persons who served in the U.S. Army as part of that program; persons who were employed by the host Military Science Department in support of that program; persons who served as sweethearts to the cadet corps or its sub-groups (Pistol Team, Rifle Team, Sam Houston Rifles, etc.);

persons inducted into the Military Science Hall of Honor; and the spouses of all otherwise eligible individuals. **The Executive Committee may, by vote, approve membership eligibility for persons who do not meet the standard criteria but who have provided significant service, support, or benefit to the Cadet Corps, the Maverick Battalion, or the CCAC. The Executive Committee may also establish standards, by policy, regarding disqualification or ineligibility for membership, including circumstances in which a former cadet or other otherwise eligible person was removed from the program for cause or engaged in conduct materially inconsistent with the mission, standards, or best interests of the CCAC.**

~~Anyone eligible becomes a member~~ **Eligible people may become members in accordance with membership policies adopted by** ~~payment~~ **the Executive Committee. The Executive Committee shall establish, by policy, the categories of membership, the** ~~Council's dues, and remains a member in "good standing" so long as~~ **requirements for good standing, the** ~~dues are paid. Anyone may elect to become a Life Member by paying the Council's life member fee, and remains a member in "good standing" thereafter. The dues and the structure, life membership fee will fees if any, associated privileges, and administrative procedures for membership. Unless otherwise provided by these Bylaws, only members in good standing shall be determined by~~ **entitled to vote on matters submitted to the** ~~CCAC Executive Committee, and may be changed at the discretion of the Executive Committee.~~ **membership.**

UTA Military Science Department members or affiliates who are not members of CCAC are welcome to participate in CCAC events or social activities at the discretion of the host or hostess of the event or social activity. ~~The Cadet Corps Alumni Council~~ **CCAC** shall observe the preferences of its members for publishing or suppressing their names or personal information.

Because its membership is geographically scattered, CCAC may have subgroups composed of CCAC members located in specific geographic areas, or subgroups composed of CCAC members with shared experiences (e.g., the Sam Houston Rifles, Pistol Team, Rifle Team, etc.). These subgroups will be informal organizations but will be encouraged to organize themselves with officers as appropriate to conduct activities, hold meetings, and support CCAC objectives. **The Executive Committee may establish policies governing recognition, coordination, and use of the CCAC name by such subgroups.**

Reasoning

The revision removes hard-coded dues and life-membership administration from the Bylaws and places those details under Executive Committee policy. Eligibility is centered on the Maverick Battalion and its predecessor organizations while recognizing participating colleges and universities. The Executive Committee receives controlled authority to approve exceptional membership eligibility and to establish disqualification standards by policy. Voting remains tied to good standing, and terminology is standardized to "CCAC."

Article IV – Officers and Duties

Executive Committee. CCAC shall be governed by an Executive Committee composed of the ~~elected~~ officers **holding positions expressly established in this Article. Each individual serving in one or more such officer positions shall be a voting member** of the ~~Council.~~ **Executive Committee.**

The Executive Committee ~~will~~ **shall** have full authority to govern ~~the Council~~ **CCAC** and make decisions regarding its goals, activities, membership, expenditures, finances, ~~and~~ policies, **and operations**, except where these Bylaws reserve authority to the membership.

Executive Committee Membership and Parliamentary Rights. Each member of the Executive Committee shall have the same parliamentary rights, including the right to participate in deliberations, make and second motions, and vote on matters before the Executive Committee. No Executive Committee member shall have greater or lesser parliamentary rights by reason of title, office, function, or seniority, except where participation, recusal, or abstention is required by these Bylaws, applicable law, or an Executive Committee-approved conflict-of-interest policy. The President's responsibility to preside over meetings shall not limit the President's right to participate in deliberations, make or second motions, or vote. Nothing in this paragraph limits the President's duties and procedural authority as presiding officer under these Bylaws and the parliamentary authority adopted by CCAC. An individual may simultaneously hold more than one officer position when otherwise eligible to do so. Regardless of the number of officer positions held, each individual

serving on the Executive Committee shall have only one vote and shall be counted only once in determining the number of voting members, quorum, voting thresholds, or the result of any Executive Committee action.

Organizational Flexibility. The Executive Committee may create, appoint, modify, combine, suspend, or eliminate non-elected officer positions, advisory positions, committee chair positions, working groups, and other administrative roles as needed for the effective operation of CCAC, provided such actions are consistent with these Bylaws. Positions created under this authority shall not become voting members of the Executive Committee unless these Bylaws are amended to establish them as voting Executive Committee positions. Any change to an officer position established in this Article, a voting Executive Committee position, or member voting rights shall require amendment of these Bylaws.

Article V Liaison. The Military Science Department representative described in Article V serves as a nonvoting liaison and is not a member of the Executive Committee.

Terms and Method of Selection. Except for the Past President, the officer positions established in this Article shall be filled through election in accordance with Article VIII and shall serve two-year terms. The ~~elected officers of CCAC~~, Past President shall assume and serve in office through the succession process stated below. The officer positions are ~~as described below, will each serve a two-year term. The elected officers will be:~~ follows:

President—Shall ~~serve as the chief executive officer of CCAC and~~ provide overall executive and administrative leadership, ~~for the organization. The President shall call meetings, and chair Executive Committee meetings, appoint officers if vacancies occur, and other Council meetings as provided by these Bylaws;~~ appoint special committees and other positions ~~as needed, authorized by these Bylaws; represent CCAC in appropriate external and represent the Military Science Department on the UTA Alumni Board. The President is responsible~~ institutional relationships; coordinate implementation of Executive Committee decisions and Council-wide priorities; and oversee annual strategic planning ~~for the success CCAC, including coordination of all Council activities, including meetings, socials, officer Strategic Plans and special events. The President, with the advice and counsel of other Council officers, shall develop and execute an Annual Plan addressing Council objectives and goals. Council-wide objectives.~~

Past President—~~Shall serve on the Executive Committee to~~ Upon completion of the then-current Presidential term, the individual serving as President at the expiration of that term shall automatically assume the office of Past President without a separate election, provided the individual is a member in good standing and willing to serve. The Past President shall provide counsel, guidance, ~~and training to the new President, as well as to fulfill any tasks or roles assigned by the President.~~ organizational continuity, and transition support to the President and Executive Committee, and shall perform such additional duties or assignments as may be assigned by the President or Executive Committee consistent with these Bylaws. If the immediate Past President declines to serve, resigns, becomes unable or ineligible to serve, is removed, or otherwise leaves the position vacant, the Executive Committee may, by majority vote of its voting members, appoint another former President of CCAC who is a member in good standing and willing to serve. A former President appointed under this provision shall have the same rights, responsibilities, and status as an immediate Past President serving in the position. If no eligible former President is willing to serve, the office may remain vacant until filled under this provision or until the next regular succession. If an individual serving as Past President assumes the office of President, that individual shall cease serving as Past President, and the resulting Past President vacancy shall be filled under this provision.

Vice President Membership—Shall ~~be responsible~~ serve as the primary functional officer for ~~planning CCAC membership and executing campaigns~~ the alumni membership lifecycle, including alumni identification, membership structure and administration, eligibility administration, recruitment, engagement, and retention. The Vice President Membership shall develop and execute membership strategies and initiatives; maintain or oversee operational membership information necessary to ~~boost membership, working~~ administer the membership function; and coordinate with the Secretary, Finance, Communications, Marketing, and other appropriate officers in accordance with these Bylaws and

policies established by the Executive Committee. ~~Shall invite prospective members to Council events to showcase the benefits of becoming a member, and organize personal contact drives to recruit members.~~

Vice President Hall of Honor—~~Shall solicit nominations~~ **serve as the primary functional officer** for **administration** of the Hall of Honor ~~each year nomination, evaluation, selection, and induction process.~~ **The Vice President Hall of Honor shall solicit nominations, chair the committee to select responsible for evaluating and selecting inductees, develop and maintain the procedures and criteria governing Hall of Honor inductees. Serve as an advisor selection, and planner for the coordinate Hall of Honor event. Shall develop induction activities with the appropriate CCAC officers and maintain procedures and criteria by which Hall of Honor candidates are chosen. functions.**

Vice President Communications—~~Responsible~~ **Shall serve as the primary functional officer** for ~~production of~~ **CCAC communications, including organizational information flow, communication-channel management, content development and editorial execution, publication, and distribution. The Vice President Communications shall manage CCAC's official communication channels in accordance with policies established by the Council's newsletter at least three times a year (January, May, Executive Committee and September), and shall coordinate with the officer or functional area responsible for content the underlying subject matter to ensure substantive accuracy and appropriate authorization of the CCAC website. information communicated on behalf of CCAC.**

Vice President Marketing—~~Responsible~~ **Shall serve as the primary functional officer** for **CCAC marketing, organizational positioning, promotional strategy, audience targeting, campaign development, awareness generation, advertising, public relations, advertising and marketing activities. Will assist promotional presentation. The Vice President Marketing shall coordinate with Communications and other appropriate functional officers (Membership, Communications, etc.) with advertising, promotion in the development and public relations planning and support. execution of promotional initiatives.**

Vice President Development—~~Responsible~~ **Shall serve as the primary functional officer** for ~~organizing CCAC fundraising and executing drives~~ **resource development, including charitable giving and donations, sponsorships, grants, major and legacy gifts, donor and supporter relationships, cultivation, solicitation, and stewardship, and other financial, material, institutional, or strategic resources developed in support of the mission of CCAC. The Vice President Development may coordinate fundraising efforts supporting CCAC-managed programs to raise money for and funds and, when authorized by the Cadet Corps Endowed Scholarship Fund, Executive Committee, may coordinate or support fundraising efforts benefiting university-administered or other affiliated charitable programs. All fundraising and for persuading companies, foundations, resource-development activities shall be conducted in accordance with applicable law and individuals to set up endowed scholarships for future cadets at UTA. financial and governance policies established by the Executive Committee.**

Vice President Finance—~~CCAC shall deposit~~ **Shall oversee CCAC's financial records, accounting, reporting, asset records, and maintain all of its monies in accounts set up in the name of the Cadet Corps Alumni Council. All income and expenses will flow through the appropriate CCAC accounts. The President may authorize checks or money transfers to pay CCAC expenses, to invest CCAC's permanent Life Membership Endowment funds, or to invest in the Cadet Corps Endowed Scholarship fund. If the President's position is unfilled, or if the President is unable to fulfill his responsibilities, then one of the Vice Presidents may authorize checks or transfers for the purposes outlined above. financial administration.** **The Vice President Finance may not authorize any expenditure, since his role is that of record keeper, reporter and auditor. All CCAC checking accounts will have signature cards with at least three names of individuals authorized by the Executive Committee to sign CCAC checks. All checks will require two signatures. The Vice President Finance will shall prepare an annual financial report for the Council, as well as and financial reports for all Executive Committee meetings. The Vice President Finance will also , and shall maintain a listing an inventory of all CCAC-owned equipment and other assets owned . The Executive Committee shall establish by the Council. The Vice President Finance will also serve on the committee that decides how to invest Council Life Membership Endowment Funds. policy appropriate financial controls, approval thresholds, banking and payment procedures, investment procedures, and segregation of financial duties, consistent with these Bylaws and applicable law.**

Council Chaplain~~—Shall be responsible~~ The Council Chaplain occupies a distinct position within CCAC. The Chaplain does not exercise supervisory, disciplinary, investigative, clinical counseling, or program-management authority over other CCAC functional areas. The Chaplain serves as a trusted source of spiritual support, ethical counsel, reflection, remembrance, and compassionate presence for the ~~spiritual organization and ethical guidance of the Cadet Corps Alumni Council~~ broader Maverick Battalion community.

Council Secretary~~—Shall be responsible for taking~~ serve as custodian of the official administrative and ~~maintaining~~ governance records of CCAC. The Secretary shall take and maintain minutes of ~~all~~ Council meetings; ~~maintaining~~ maintain the official copy of these Bylaws and other official Council records; ~~maintain required~~ copies of membership ~~lists, Council records,~~ financial reports, Strategic Plans, and other ~~documents;~~ organizational documents received from the responsible functional officers; and ~~maintaining CCAC files plan, supervise, document, count, and records. Shall be~~ certify Council elections in accordance with these Bylaws and policies established by the Executive Committee. The Secretary's custody of an official record shall not transfer responsibility for the underlying functional activity from the officer or functional area responsible for ~~supervising the bi-annual elections, counting ballots and certifying winners. Shall maintain accurate records of members, lapsed members, and prospective members, working closely with the Membership Committee. that activity.~~

Council Historian~~—Shall~~ serve as the primary functional officer for the history, traditions, heritage, and institutional memory of the Maverick Battalion, its predecessor Cadet Corps and ROTC organizations, and CCAC. The Historian shall be responsible ~~to the President to insure that the history for historical research and traditions authentication, heritage documentation, historical collections, archival preservation, historical interpretation, and maintenance of the Corps of Cadets are maintained. continuing historical record. The Historian will work closely shall coordinate with the Military Science Department, other CCAC officers, and appropriate historical and archival institutions as relates necessary. Historical support provided to the history and tradition Hall of Honor shall not displace the Corps. nomination, criteria, selection, or induction responsibilities assigned to the Vice President Hall of Honor.~~

Member-At-Large~~—Shall be responsible for attending Executive Committee meetings and~~ Each Member-At-Large shall ~~represent the membership of the CCAC serve~~ as a voting member of the Executive Committee, ~~represent the interests and perspectives of the CCAC membership, and contribute independent, organization-wide judgment to Executive Committee governance. Members-at-Large may also provide leadership or support for Council priorities, special projects, assessments, committees, working groups, and cross-functional initiatives as assigned by the President or Executive Committee, provided such assignments do not permanently displace responsibilities assigned to another officer by these Bylaws.~~

~~Vacancies that occur between elections may be filled by Presidential appointment, except that appointees must be submitted to the Council membership for election at the next regularly scheduled election. Presidential appointees may be removed from office by the President without a recall election.~~

~~Elected officers of the Council may be removed from office by means of a recall election. The ballots must be mailed to Council members or included as part of the Council newsletter mailed to all members. The use of the term "mailed" throughout these Bylaws means either regular U.S. postal service mail or electronic mail.~~

~~Elected officers may be removed from office for failure to attend meetings in person or to participate electronically in business meetings. Three unexcused in-person absences or failures to participate electronically could constitute grounds for removal from office, by vote of the Executive Committee.~~

~~All elected or appointed officers, upon leaving office, shall turn over all files, office equipment, documents, and materials (including electronic records) to their successors, to the current Council President, or to another member of the Executive Committee no later than four weeks after leaving office.~~

Officer Functional Responsibilities. The duties stated in this Article establish the primary functional responsibilities of the respective officers. Strategic Plans, policies, procedures, committees, working groups, and assignments authorized under these Bylaws may further define objectives, activities, coordination requirements, measures, and methods of execution. Such instruments or assignments shall not permanently transfer the primary functional responsibility assigned by these Bylaws to

another officer position established in this Article, enlarge governance authority beyond that provided by these Bylaws, or create a new voting Executive Committee position without amendment of these Bylaws. Nothing in this provision shall prohibit temporary assignments or acting responsibilities authorized elsewhere in these Bylaws.

Annual Strategic Planning and Accountability. The Executive Committee shall maintain an annual strategic planning and accountability process for CCAC. Each individual serving in one or more officer positions established in this Article shall participate in that process. A Strategic Plan shall be prepared and maintained for each officer position established in this Article, addressing the responsibilities and objectives of that office. An individual holding more than one officer position shall be responsible for the Strategic Plan requirements of each office held. The Executive Committee shall establish by policy the timing, format, reporting, publication, and other administrative requirements for the strategic planning process.

Reasoning

Article IV is revised to establish the composition, authority, parliamentary equality, functional responsibilities, selection methods, and strategic-accountability structure of the Executive Committee. Every individual serving in an officer position expressly established in Article IV is a voting member with the same rights to deliberate, make and second motions, and vote, while the President retains the procedural authority necessary to preside. One individual may hold more than one officer position but receives only one Executive Committee vote and is counted only once for quorum and voting-threshold purposes. The Past President is established as a succession office rather than a separately elected office, with an Executive Committee-selected former President available as a fallback when the immediate Past President does not serve. Non-elected administrative and advisory positions may be created as needed but do not become voting Executive Committee positions without a Bylaw amendment. Officer descriptions establish enduring functional ownership rather than operating procedures, with Strategic Plans and policies defining execution. A separate Strategic Plan is maintained for each officer position even when one individual holds multiple positions. Vacancy, incapacity, resignation, transition, and removal procedures are consolidated in Article XVI.

Article V – Representative from the Military Science Department

There will be a representative from the Military Science Department ~~on~~ **who shall serve as a nonvoting liaison to** the Executive Committee. This will normally be the PMS, but in ~~his~~ **their** absence ~~he~~ **they** may designate another officer to attend. The ~~PMS is responsible~~ **representative shall serve in an advisory and liaison capacity** to ~~insure that~~ **promote coordination and mutual awareness between CCAC and** the support provided by the Council does not conflict with military policies or directives relating to the ROTC program, or conflict with university policies. **Military Science Department.**

The PMS or ~~his~~ **their** representative will be invited to attend ~~all~~ Executive Committee meetings and ~~the~~ CCAC membership meetings, ~~but will~~ **except any portion of a meeting that the Executive Committee closes to nonmembers for confidential or executive-session business. The representative is** not ~~be~~ a ~~voting~~ member of the Executive Committee. ~~and shall have no governance or voting authority.~~

Reasoning

The revision preserves a valuable liaison relationship with the Military Science Department while removing language that could imply supervisory authority over CCAC. The representative is expressly advisory, nonvoting, and outside the Executive Committee. The annual calendar is treated as an operational matter for policy rather than a Bylaw requirement, and the Executive Committee retains the ability to protect confidential portions of meetings.

Article VI – ~~Publication of~~ Annual Financial Report

~~Vice President Finance will issue~~ **CCAC shall provide** an annual financial report to **the membership. The content, timing, and method by which the report is distributed or made available shall** ~~be published in the Council newsletter or mailed to the Council membership, or presented at the Annual Meeting during the Hall of Honor Weekend. The report shall contain schedules of income, expenses, and balances for all funds under the control of the Council, including scholarships, life memberships and other special funds.~~ **established by Executive Committee policy.**

CCAC is not organized to financially benefit its members, and no part of its budget may be spent to personally enrich or financially benefit its members. **No part of the net earnings of CCAC shall inure to the benefit of, or be distributable to, its members, officers, directors, or other private persons, except that**

CCAC shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its exempt purposes.

Reasoning

The revision preserves annual financial transparency while removing outdated newsletter, mailing, and report-format requirements from the Bylaws. Report content, timing, format, and distribution are delegated to policy. The private-inurement provision adds an important nonprofit safeguard while permitting reasonable compensation and mission-related expenditures as allowed by law.

Article VII – Meetings and Membership Voting

CCAC shall hold at least one annual meeting that all members are invited to attend ~~in person. The invitation will~~ . **Notice of the annual meeting shall be sent provided to the membership through communication methods authorized** by ~~mail or by Council newsletter, the Executive Committee, with minimum at least 15 days~~ advance notice ~~of 15 days~~ . The Executive Committee will meet at least twice a year, with at least one of those meetings linked to the annual membership meeting. The Executive Committee may meet by phone, via the Internet, or in person.

Special meetings of the Council membership or the Executive Committee may be called by the Council President, the Executive Committee, or by petition of **at least** 10% of ~~the membership, members in good standing eligible to vote~~, but the agenda for that meeting must be restricted to only that business for which the special meeting has been called. At least 20% of ~~Council members in good standing eligible to vote must participate in a special~~ membership ~~must attend the special~~ meeting to constitute a quorum. **For meetings of the Executive Committee, a majority of the individuals then serving as voting members of the Executive Committee shall constitute a quorum, unless otherwise provided in these Bylaws. An individual holding more than one officer position shall be counted only once for purposes of determining the number of voting members and quorum.**

Unless these Bylaws expressly require a different threshold, an action submitted to the membership is approved by a majority of votes cast, provided that at least 10% of members in good standing eligible to vote participate in the vote. For a vote conducted over a voting period rather than at a meeting, this 10% requirement is a participation threshold. Membership voting may be conducted in person, by mail, by facsimile transmission, by electronic message, by other electronic means permitted by law, or by any combination of those methods. The Executive Committee shall establish voting procedures by policy.

Reasoning

The revision modernizes meeting notice and participation, establishes a majority quorum for the Executive Committee, retains a heightened 20% quorum for special membership meetings, and creates a separate 10% participation threshold for ordinary membership votes. Executive Committee quorum is based on the number of individuals serving as voting members, not the number of officer positions they hold; a person holding multiple offices is counted once. Unless a different threshold is stated elsewhere, a majority of votes cast controls. Mail and electronic voting are expressly authorized, with administrative mechanics delegated to policy.

Article VIII – Election Procedures

CCAC shall hold an election every two years to ~~select its Executive Committee for elect the next two years. Ballots will~~ **officer positions established in Article IV that are filled by election. The Past President shall not be mailed (or emailed) separately elected and shall assume office in accordance with Article IV. Election notices and ballots shall be distributed** to all members ~~of the Council~~ in good standing, ~~either separately or as part of a newsletter. using procedures authorized by the Executive Committee.~~ Ballots will include a brief description of each candidate's qualifications and history. Nominations may be made by any member of CCAC ~~until February 28. Ballots will~~ . **An otherwise eligible individual may be mailed nominated for and elected to more than one officer position. The Executive Committee shall establish by policy the first week election calendar, voting period, ballot procedures, and certification procedures, provided that members are given reasonable notice and opportunity to vote. Newly elected officers shall assume office at the time established by Executive Committee policy following certification of March and must be returned by March 20. New officers will take office April 1 the election** and serve for two years. A plurality of votes **cast** will determine the winner: **for each elected office,**

provided that at least 10% of members in good standing eligible to vote participate in the election. If one or more members receive an equal number of votes for an office, the winner will be determined by a coin flip or another random method that gives each candidate an equal chance of winning.

Candidates for office may be nominated by members of the Council via mail, phone, ~~and~~ email, **or other Executive Committee-approved methods** to the Council Secretary, and/or by a nominating committee appointed by the President. The election will be planned and supervised by the Secretary, and final results certified by the Secretary. ~~Any challenge to an election outcome must be filed within five days after the results are published.~~ **Election-challenge filing deadlines and administrative procedures shall be established by Executive Committee policy.** Any challenge will be heard and resolved by the Executive Committee. **An officer whose election is challenged shall not participate in the Executive Committee's consideration or resolution of that challenge.** No challenge shall ~~interfere with~~ **automatically stay** or delay ~~the decisions otherwise valid actions~~ of the Executive Committee. **unless the Executive Committee determines otherwise.**

Reasoning

The revision removes fixed nomination, ballot, and officer-transition dates from the Bylaws and places them in policy while preserving the two-year election cycle and member voting rights. The Past President is expressly excluded from the ballot because that office is filled by succession under Article IV. An eligible individual may be elected to more than one office, subject to Article IV's one-person, one-vote rule. Election results continue to be determined separately for each elected office by plurality, subject to a 10% participation threshold. Challenge deadlines and procedures are delegated to policy, and an officer whose election is challenged is excluded from deciding that challenge to protect the integrity of the process.

Article IX – Amendments to the Bylaws

Proposed amendments to these Bylaws must first be submitted to the Executive Committee. The President will appoint a committee, if deemed necessary, to review the proposed amendments and submit them to the Executive Committee. If the Executive Committee approves the proposed amendments, they will be sent to the Council membership for review, comments, and approval. ~~The Notice of proposed amendments must and the method by which votes are cast and collected shall be mailed to members, or included in the Council newsletter, for members to consider and vote on.~~ **governed by procedures established by Executive Committee policy.** A minimum of 90 days must elapse between the ~~time date notice of the ballot proposed amendment is mailed distributed to members the membership~~ and the final day for receipt of votes. No amendment ~~is in force until it is~~ **shall take effect unless** approved by a majority of **votes cast by eligible members during the** ~~Council membership. Amendment voting period and at least 10% of members in good standing eligible to vote participate in the vote.~~ **Amendments shall become effective upon certification of the** ~~Bylaws will be considered to be vote unless a later effective date is specified in effect once approved by the membership.~~ **amendment.** Membership will be notified of the final action on any amendment submitted for their approval.

Reasoning

The revision modernizes notice and voting procedures while preserving member approval as the controlling authority for Bylaw amendments. The 90-day consideration period remains a substantive governance safeguard. An amendment requires both a majority of votes cast and participation by at least 10% of eligible voting members, while administrative voting methods are governed by policy.

Article X – ~~UTA Logo~~ Use of Third-Party Names, Marks, and Logos

If CCAC shall comply with the trademark, branding, licensing, and ~~when CCAC should wish logo-use requirements of any university, organization, or other third party whose protected names, marks, or logos it seeks to use the UTA logo in brochures, advertisements, printed matter, or websites, CCAC will submit the proposed use to the University of Texas at Arlington for its review and approval.~~

Reasoning

The current article is limited to use of the UTA logo. The revision retains the obligation to respect UTA's protected marks while making the rule broader, neutral, and durable so the same standard applies to any third-party name, trademark, brand, or logo CCAC may use.

Article XI – Parliamentary Authority

The latest edition of ~~“Roberts”~~ **“Robert’s”** Rules of Order” shall be the parliamentary authority to govern all Executive Committee, membership, business, or special meetings ~~– except where inconsistent with these Bylaws, applicable law, or policies adopted by the Executive Committee.~~

Reasoning

Robert’s Rules remains the parliamentary authority but does not supersede these Bylaws, applicable law, or properly adopted Executive Committee policies. The revision clarifies the governing hierarchy while preserving an established parliamentary framework.

Article XII – Dissolution

~~The Cadet Corp Alumni Council~~ **CCAC** may be **voluntarily wound up or dissolved only upon the affirmative vote required by a applicable law and the Certificate of Formation; in no event shall approval require less than two-thirds majority of votes cast by members entitled to vote on the action, and at least 10% of its membership. members in good standing eligible to vote must participate.**

Upon dissolution of CCAC, and after payment of all lawful debts and obligations, the remaining assets of the organization shall be distributed exclusively for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or to the federal government, or to a state or local government, for a public purpose, as determined by the Executive Committee or as otherwise required by law. No remaining assets shall be distributed to any member, officer, or private individual except as allowed by law.

Reasoning

The revision replaces the ambiguous phrase “two-thirds majority vote of its membership” with a votes-cast standard, applies the organization-wide 10% participation floor, and recognizes any greater voting requirement imposed by applicable law or the Certificate of Formation. It also adds the charitable asset-dedication language needed for nonprofit governance and prevents distribution of remaining assets for private benefit.

Article XIII – Nonprofit Purpose and Restrictions

CCAC is organized and shall be operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future federal tax law. Historical, commemorative, scholarship, leadership-development, alumni-engagement, and similar programs may be conducted to the extent they further those charitable and educational purposes. No substantial part of the activities of CCAC shall consist of carrying on propaganda or otherwise attempting to influence legislation, except to the extent permitted under Section 501(c)(3). CCAC shall not participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

Reasoning

This article states CCAC’s controlling charitable and educational purposes and the principal restrictions applicable to a Section 501(c)(3) organization. Historical, commemorative, scholarship, leadership-development, and alumni-engagement activities are treated as programs that further those exempt purposes rather than as separate purposes. The provision also addresses lobbying and political-campaign restrictions and should remain compatible with the organization’s Certificate of Formation.

Article XIV – Policies and Procedures

The Executive Committee may adopt, amend, and repeal policies, procedures, and administrative rules governing the operations of CCAC, provided such policies are consistent with these Bylaws and applicable law. Such policies may address, among other matters, voting procedures, election administration, election challenges, meeting notice, communication methods, financial controls, strategic planning and reporting, officer transition procedures, committee operations, subgroup recognition, record retention, website publication practices, and other operational matters. Approval, amendment, or repeal of such policies shall require only such Committee vote as may be required by these Bylaws or by the policy governance rules adopted by the Executive Committee.

Reasoning

This article establishes the intended governance hierarchy: the Bylaws define organizational authority and durable requirements, while Executive Committee policies define operational procedures. The listed policy subjects expressly include matters moved out of the Bylaws during this review, such as election challenges, strategic-planning administration, reporting, and officer-transition procedures.

Article XV – Conflict of Interest

The Executive Committee shall adopt and maintain a conflict of interest policy applicable to officers, committee members, and other persons acting on behalf of CCAC. Any person with a direct or indirect financial, personal, or organizational interest in a matter under consideration shall disclose that interest and, when appropriate under the policy, refrain from participating in discussion, recommendation, or voting on the matter. The Secretary or other designated officer shall maintain records of such disclosures in accordance with Executive Committee policy.

Reasoning

The article requires formal conflict-of-interest controls without embedding detailed procedures in the Bylaws. It establishes disclosure and, where appropriate, recusal expectations for officers and others acting on behalf of CCAC, strengthening governance safeguards for financial, fundraising, contracting, scholarship, and other organizational decisions.

Article XVI – Vacancies and Removal

Vacancies. A vacancy in an elected office other than President may be filled by Presidential appointment. A vacancy in the office of President may be filled by majority vote of the remaining individuals serving as voting members of the Executive Committee. A person appointed to fill an elected-office vacancy shall serve until the next regularly scheduled election unless earlier removed or replaced in accordance with these Bylaws. A person serving by appointment remains an appointee until elected and may be removed by the authority that made the appointment without a membership recall vote. A vacancy in the office of Past President shall be filled only in accordance with Article IV and is not filled by Presidential appointment under this paragraph.

Temporary Incapacity. When an officer other than the President is temporarily unable to perform the duties of an office, the President may designate another officer to perform necessary functions of that office. If the President is temporarily unable to perform the duties of office, the Executive Committee shall designate another officer to serve in an acting capacity. A temporary designation does not create a vacancy, transfer the office, or create an additional vote for the acting officer.

Resignation and Transition. Resignations shall be submitted in accordance with Executive Committee policy. Upon leaving any officer position, the individual leaving that position shall promptly transfer CCAC records, property, accounts, credentials, documents, and other materials associated with that office to the successor or other authorized designee in accordance with policy.

Multiple Offices. When an individual holds more than one officer position, a vacancy, resignation, removal, temporary incapacity, or other change affecting one office shall not by itself create a vacancy in, terminate, or alter any other office held by that individual. Any removal or recall action shall identify the specific office from which removal is sought. The one-person, one-vote and quorum rules of Article IV remain applicable at all times.

Past President Vacancy and Removal. A vacancy in the office of Past President shall be filled in accordance with Article IV. Because the Past President is not elected to that office by the membership, the Past President may be removed from the office of Past President for cause by majority vote of the other individuals serving as voting members of the Executive Committee, after written notice of the grounds and a reasonable opportunity to respond. Removal from the office of Past President shall not by itself remove the individual from any other officer position held by that individual.

Removal of Elected Officers. An elected officer may be removed for cause, including failure to perform the duties of office, repeated unexcused absences, misconduct, or conduct materially inconsistent with the mission, standards, or best interests of CCAC. A recall vote may be initiated by

the President if the President is not the officer who is the subject of the proposed recall, by majority vote of the voting members of the Executive Committee other than the officer who is the subject of the proposed recall, or by petition of at least 10% of members in good standing eligible to vote. Before the recall vote is distributed, the officer shall receive written notice of the grounds for removal and a reasonable opportunity to submit a written response to be provided with or made available with the recall materials. Removal requires a majority of votes cast, provided that at least 10% of members in good standing eligible to vote participate in the recall vote. The Executive Committee shall establish by policy the notice, response, ballot, voting, and certification procedures for a recall.

Removal of Appointed and Non-Elected Positions. Except for the Past President, whose removal is governed by the preceding paragraph, appointed officers, committee chairs, advisory positions, and other non-elected position holders may be removed by the authority that appointed them or by the Executive Committee, as applicable, in accordance with Executive Committee policy and these Bylaws.

Reasoning

This article consolidates the vacancy, incapacity, resignation, transition, and removal framework in one location. It distinguishes elected offices, the succession-based Past President office, and appointed or administrative positions; provides a workable method for filling a Presidential vacancy; preserves Article IV's special succession and fallback process for a Past President vacancy; and permits temporary acting assignments without transferring the office or creating additional voting power. For individuals holding multiple offices, a change affecting one office does not automatically affect the others, and any removal or recall must identify the specific office involved. Elected officers retain the membership-recall protections stated in this Article, while the non-elected Past President may be removed from that office for cause by the other voting Executive Committee members after notice and an opportunity to respond. Administrative mechanics remain in policy.