

**BYLAWS OF  
BURLESON HIGHER EDUCATION OPPORTUNITY FUND**

**ARTICLE I**

**PURPOSE AND POWERS**

**Section 1.** Burleson Higher Education Opportunity Fund, also known as the Burleson Opportunity Fund (BOF). The purpose of the Corporation is to encourage graduating high school seniors to further their education in Burleson, thereby:

- Helping to create a better trained, educated and prepared local work force;
- Enhancing the local economy by supporting a thriving center for higher education;
- Capitalizing on the link between higher education and economic development; and
- Helping to ease the transition from secondary to higher education for Burleson families.

**Section 2. Powers.** The affairs of the Corporation shall be managed and controlled by the Board of Directors, subject to the restrictions imposed by law, the Articles of Incorporation creating the Corporation, and these Bylaws.

**ARTICLE II**

**BOARD OF DIRECTORS**

**Section 1. Powers, Number and Term of Office.** The Board of Directors shall consist of seventeen (17) directors, three (3) from the City of Burleson, three (3) from the Burleson Independent School District, two (2) from Hill College, and eight (8) at-large directors from the community appointed by the Burleson Opportunity Fund Board directly. All directors shall be voting members. The board members will be made up of and be selected according to the following:

***1. City of Burleson members.***

1.1. The Mayor of the City shall automatically serve as a voting member from the date of his/her qualification as Mayor. The Mayor shall automatically succeed his/her predecessor in office upon qualification and shall serve for the balance of his/her predecessor's term. The term of office as a member of the predecessor shall automatically cease and terminate upon the qualification of his/her successor. If the Mayor does not accept membership on the Board of Directors and so signifies in writing to the Board of Directors, then the City Council shall designate from its membership a person who shall serve for the ensuing term or terms of the Mayor. Should the designated representative of the Council cease to be a member of the Council for any reason, then the Council shall have the right to designate a successor from its membership.

1.2. The City Manager or Deputy City Manager of the City of Burleson shall automatically serve as a voting member representing the City from the date of his or her qualification as City Manager or Deputy City Manager.

1.3. An elected official of the Burleson City Council or a City of Burleson administration employee to be selected by the City of Burleson shall serve as a voting member.

***2. Burleson Independent School District members.***

1.2.1 The President of the School Board shall automatically serve as a voting member from the date of his/her qualification as President. The President shall automatically succeed his/her predecessor in office upon such qualification and shall serve for the balance of his/her predecessor's term. The term of office as a member of such predecessor shall automatically cease and terminate upon the qualification of his/her successor. If the President does not accept membership on the Board of Directors and so signifies in writing to the Board of Directors, then the School Board shall designate from its membership a person who shall serve for the ensuing term or terms of the President. Should the designated representative of the School Board cease to be a member of the School Board for any reason, then the School Board shall have the right to designate a successor from its membership.

2. The Superintendent or Assistant Superintendent of the Burleson Independent School District shall automatically serve as a voting member from the date of his or her qualification as Superintendent or Assistant Superintendent.

3. An elected official of the Burleson ISD Board of Trustees or a Burleson ISD administration employee to be selected by the Burleson Independent School District shall serve as a voting member.

**3. Hill College Members.**

1. The President of Hill College or other representative to be selected by Hill College shall serve as a voting member.

2. A Hill College administrative employee or other representative to be selected by Hill College shall serve as a voting member.

**4. Texas Tech University**

4.1. The President of Texas Tech or other representative to be selected by Texas Tech University shall serve as a voting member.

**5. Community at large members.**

5.1. Eight (8) voting members from the community at large to be selected by the Board of Directors of the Burleson Opportunity Fund shall serve as voting members.

5.2. The community at large members shall be elected to serve two (2) year alternating terms. Half of the At Large Members shall be elected on even years and half on odd years. The At Large members shall be elected for terms starting on February 1 and ending on January 31 of their term.

**Section 2. Meetings of Directors.** The directors shall hold their meetings within a building accessible to the public in the City as the Board of Directors may from time to time determine.

**Section 3. Regular Meetings.** Regular Meetings of the Board of Directors shall be held at such times and places as shall be designated from time to time, by the Board of Directors.

**Section 4. Emergency Meetings.** Emergency Meetings of the Board of Directors shall be held whenever called by the chairman, by the secretary/ treasurer, or by a majority of the directors then in office.

1. The secretary shall give notice to each director of each Emergency Meeting in person, or by courier, facsimile, telephone, or electronic mail, at least 24 hours before the meeting. Notice of all Emergency Meetings shall state the purpose which shall be the only business conducted.

2. The chairman may call for an emergency electronic vote (e-mail vote) not to exceed three (3) items of business in a calendar year. Notice shall be sent to all voting members of the Burluson Opportunity Fund Board of Directors by the chairman, secretary, treasurer, or their designee. Notice shall include a clear statement of the agenda item, choices of action, and deadline for submitting a vote.

**Section 5. Quorum.** A majority of the directors holding current appointments shall constitute a quorum for the consideration of matters pertaining to the purposes of the Corporation. The act of the majority of the directors present or represented by written proxy at a meeting at which a quorum is in attendance shall constitute the act of the Board of Directors.

**Section 6. Conduct of Business.** At the meetings of the Board of Directors, matters pertaining to the purposes of the Corporation shall be considered in such order as from time to time the Board of Directors may determine.

1. At all meetings of the Board of Directors, the chairman shall preside. If Chairman is unable to attend, the vice-chairman shall preside. If Chairman and Vice-President are both to be absent at the Board Meeting, the President may appoint another Board Member to preside over the meeting and exercise the power of the Chairman.

2. The secretary of the Board of Directors shall act as secretary of all meetings of the Board of Directors, but in the absence of the secretary, the presiding officer may appoint any person to act as secretary of the meeting. Staff shall provide notice of meetings and prepare meeting agendas. Secretary shall ensure minutes are taken and filed in a safe location as required by the IRS.

3. Within five business days following each Regular and Emergency Meeting, a copy of the minutes of the meeting shall be submitted to the members of the Board of Directors.

**Section 7. Compensation of Directors.** Directors as such shall not receive any salary or compensation for their services, except that they may be reimbursed for their actual expenses incurred in the performance of their duties hereunder.

**Section 8. Attendees.** Board Members shall make every effort to attend all Regular and Emergency Meetings of the Board and/or Committees. Board Members shall be required to attend at least fifty percent of all Board meetings and shall attend Emergency meetings if possible.

**Section 9. Books and Records: Approval of Programs and Financial Statements.** The Board of Directors shall keep correct and complete books and records of account and shall also keep minutes of its proceedings and the proceedings of committees having any of the authority of the Board of Directors. All books and records of the Corporation may be inspected by any director or his or her agent or attorney for any proper purpose at any reasonable time; and at all times the City Council, the Burluson Independent School District, and Hill College will have access to the books and records of the Corporation. The Board of Directors must approve all programs for the Corporation and annually review any financial statements of the Corporation. The Board shall annually approve an expense budget of the Corporation.

## ARTICLE III

### OFFICERS

**Section 1. Titles and Term of Office.** The officers of the Corporation shall consist of a chairman, a vice chairman, a secretary, a treasurer, and such other officers as the Board of Directors may from time to time elect or appoint from its membership. Other than the chairman and vice chairman, one person may hold more than one office. All officers shall be selected by a majority vote of the members of the Board of Directors present at a regular meeting of the Board.

Terms of office for officers, shall be 2 years, beginning February 1 and ending January 30 of the second year, or until the new officer is elected.

1. All officers, other than the chairman, shall be subject to removal from office, with or without cause, at any time by a vote of a majority of the entire Board of Directors.

2. A vacancy in the office of any officer, other than the chairman, shall be filled from the membership of the Board of Directors by a vote of a majority of the directors present at the meeting.

3. A vacancy in the office of chairman shall be filled from the membership of the Board of Directors by a majority vote of the entire Board of Directors at a called meeting of the Board.

**Section 2. Powers and Duties of the Chairman.** The chairman shall be the chief executive officer of the Board of Directors and shall preside at all meetings of the Board of Directors.

**Section 3. Vice Chairman.** The vice chairman shall be a member of the Board of Directors and shall have such powers and duties as may be assigned by the Board of Directors and shall exercise the powers and duties as may be assigned to him by the Board of Directors and shall exercise the powers of the chairman during that officer's absence or inability to act. Any action taken by the vice chairman in the performance of the duties of the chairman shall be conclusive evidence of the absence or inability to act of the chairman at the time such action was taken.

**Section 4. Secretary.** The secretary shall ensure the minutes of all meetings of the Board of Directors are kept in a secure location. The secretary shall have charge of such books, records, documents and instruments as the Board of Directors may direct, all of which shall at all reasonable time be open to inspection. The secretary shall in general perform all duties incident to the office of secretary-subject to the control of the Board of Directors.

**Section 5. Treasurer.** The Treasurer ensures the Board's financial policies are followed; prepares (or has prepared) any required financial reporting forms; prepares and monitors the budget; gives monthly reports to the Board on the Corporation's finances; and performs such other duties as occasionally may be assigned by the Board of Directors.

**Section 6. Compensation.** Officers as such shall not receive any salary or compensation for their services, except that they may be reimbursed for their actual expenses incurred in the performance of their duties hereunder.

**Section 7. Staff.** Staff functions for the Board of Directors shall be performed by a person/s designated by the Board of Directors.

## ARTICLE IV

### PROVISIONS REGARDING BYLAWS

**Section 1. Effective Date.** These Bylaws shall become effective upon the adoption of these Bylaws by the Board of Directors.

**Section 2. Amendments to Bylaws.** These Bylaws may be amended or repealed and new Bylaws may be adopted by majority vote of the members of the Board of Directors present at any regular meeting or at any special meeting of the Board.

**Section 3. Interpretation of Bylaws.** These Bylaws and all the terms and provisions hereof shall be liberally construed to effectuate the purposes set forth herein. If any word, phrase, clause, sentence, paragraph, section or other part of these Bylaws, or the application thereof to

any person or circumstance, shall ever be held to be invalid or unconstitutional by any court of competent jurisdiction, the remainder of these Bylaws and the application of such word, phrase, clause, sentence, paragraph, section or other part of these Bylaws to any other person or circumstance shall not be affected thereby.

## ARTICLE V

### AWARD OF SCHOLARSHIPS

**Section 1. Scholarship Criteria.** Scholarship funds will be awarded to those students who apply for the next regular semester of Hill College following high school graduation while also meeting all eligibility criteria, requirements, and terms of the Fund as outlined in the current approved "Burleson Opportunity Fund Scholarship Handbook".

**Section 2. Number and Amount of Awards.** The number of scholarships awarded and the amount to be awarded to each eligible recipient shall be determined by the Board of Directors dependent upon funds available for award. If more students apply than there are funds available, scholarship funds will be awarded based upon a lottery system.

**Section 3. Scholarship Management.** The purpose and amount of scholarships awarded, how they are publicized, eligibility criteria, selection criteria, renewal criteria, how number and amount of awards are determined, how scholarships are applied, how they are supervised and what action is taken if terms of award are violated, will be determined by action of the Board of Directors.

## ARTICLE VI

### GENERAL PROVISIONS

**Section 1. Principal Office.** The principal office of the Corporation shall be located in the City of Burleson, and shall be determined by the Board of Directors.

1. The principal office address may be, but need not be, identical with the principal address of the City of Burleson.

2. The principal office address of the Corporation may be changed from time to time by action of the Board of Directors.

**Section 2. Checks and Drafts.** All checks, drafts, or orders for the payment of money issued in the name of the Corporation shall be signed by a Board authorized signer on the corporate checking account and shall be reviewed by the Board from time to time.

**Section 3. Deposits.** All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks or other depositories as the Board of Directors may select.

**Section 4. Gifts.** The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest, or devise for the general purpose or any special purpose of the Corporation.

## ARTICLE VII

### Committees Standing and Ad-Hoc

**Section 1. Ad-hoc.** Committees may be created as necessary by a majority vote of the members of the Board of Directors present at a regular meeting of the Board in order for the Burleson Opportunity Fund to successfully carry out its duties.

These Bylaws were presented to the Board of Directors and  
were accepted by a majority vote of the Board Members  
on April 27, 2022.

Attested to by: Craig Couch, Chairman